Medical Marijuana Dispensary Permit Application

You may apply for one dispensary permit in this application for any of the medical marijuana regions listed below. A separate application must be submitted for each primary dispensary location sought by the applicant. Please see the Medical Marijuana Organization Permit Application Instructions for a table of the counties within each medical marijuana region and the counties in which you are eligible to locate your primary dispensary.

Please check to indicate the medical marijuana region, and specify the county, for which you are applying for a dispensary permit:

☐ Northwest  ☐ Northcentral  ☒ Northeast
☐ Southwest   ☐ Southcentral  ☐ Southeast

County 1 (Primary Dispensary Location): Luzerne
County 2 (if applicable): To be applied for at a later date
County 3 (if applicable): To be applied for at a later date
Medical Marijuana Dispensary Permit Application

Part A - Applicant Identification and Dispensary Information

(Scoring Method: Pass/Fail)

For this part, the applicant is required to provide background and contact information for the business or individual applying for a dispensary permit, the primary dispensary location, along with any second or third dispensary locations that are being sought under the application.

Section 1 – Applicant Name, Address and Contact Information

Business or Individual Name and Principal Address

<table>
<thead>
<tr>
<th>Business Name, as it appears on the applicant’s certificate of incorporation, charter, bylaws, partnership agreement or other legal business formation documents:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Power Plant Medicinal, Inc.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Other trade names and DBA (doing business as) names:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Power Plant Medicinal</td>
</tr>
</tbody>
</table>

| Business Address: 339 Highway 315 |
| City: Pittsburgh |
| State: PA |
| Zip Code: 18640 |
| Phone: DOH REDACTED |
| Fax: DOH REDACTED |
| Email: DOH REDACTED |

☒ Primary Contact, or ☐ Registered Agent for this Application

| Name: Megan Millo |
| Address: DOH |
| City: DOH |
| State: DOH |
| Zip Code: DOH |
| Phone: DOH REDACTED |
| Fax: DOH REDACTED |
| Email: DOH REDACTED |

Section 2 – Dispensary Information

The applicant is required to provide a primary dispensary location. The applicant may include a second or third location under this application. A second or third dispensary may be added to a dispensary permit at a later date through the filing of an application for additional dispensary locations.

By checking “Yes,” you affirm that you possess the ability to obtain in an expeditious manner the right to use sufficient land, buildings and other premises and equipment to properly carry on the activity described in the medical marijuana dispensary permit application, and any proposed location for a dispensary.

☒ Yes ☐ No

Primary Dispensary Location (please indicate dispensary name as you would like it to appear on the dispensary permit)
Facility Name: Power Plant Medicinal
Address: 31 North Market Street
City: Nanticoke
State: PA
Zip Code: 18634
County: Luzerne
Municipality: Nanticoke

Please provide a description of the public access to the dispensary location, including any local public transportation that may be available:

The dispensary located at 31 N Market Street, Nanticoke, PA 18634 will be ADA accessible and there will be ample parking in the immediate area. The facility is located close to some major thoroughfares and public transportation:

- Major Thoroughfares
  - Highway 11
  - Highway 29 (Connecting to I-81)
- Public Transit
  - .1 mile walk from Nanticoke Burger King Bus Stop
  - .2 mile walk from Nanticoke Weis Market Bus Stop

Additionally, the facility is located in close proximity to the following public service, health and safety organizations:

- Nanticoke Medical Center, 0.1 Miles away (4 E Main St, Nanticoke, PA 18634)
Pennsylvania Department of Health
Medical Marijuana Dispensary Permit Application

- Nanticoke Police Department, 0.6 Miles away (15 E Ridge St, Nanticoke, PA 18634)
- Nanticoke Fire Department, 0.6 Miles away (2 E Ridge St, Nanticoke, PA 18634)

Second Dispensary Location

<table>
<thead>
<tr>
<th>Facility Name:</th>
<th>To be applied for at a later date</th>
</tr>
</thead>
<tbody>
<tr>
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<td></td>
</tr>
<tr>
<td>City:</td>
<td>State: PA</td>
</tr>
<tr>
<td>County:</td>
<td>Municipality:</td>
</tr>
</tbody>
</table>

PLEASE PROVIDE A DESCRIPTION OF THE PUBLIC ACCESS TO THE DISPENSARY LOCATION, INCLUDING ANY LOCAL PUBLIC TRANSPORTATION THAT MAY BE AVAILABLE:

N/A

Third Dispensary Location

<table>
<thead>
<tr>
<th>Facility Name:</th>
<th>To be applied for at a later date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Address:</td>
<td></td>
</tr>
<tr>
<td>City:</td>
<td>State: PA</td>
</tr>
<tr>
<td>County:</td>
<td>Municipality:</td>
</tr>
</tbody>
</table>

PLEASE PROVIDE A DESCRIPTION OF THE PUBLIC ACCESS TO THE DISPENSARY LOCATION, INCLUDING ANY LOCAL PUBLIC TRANSPORTATION THAT MAY BE AVAILABLE:

N/A

Part B – Diversity Plan

(Scoring Method: 100 Points)

In accordance with Section 615 of the Act (35 P.S. § 10231.615), an applicant shall include with its application a diversity plan that promotes and ensures the involvement of diverse participants and diverse groups in ownership, management, employment, and contracting opportunities. Diverse participants include a person, including a natural person; individuals from diverse racial, ethnic and cultural backgrounds and communities; women; veterans; individuals with disabilities; corporation; partnership; association; trust or other entity; or any combination thereof, who are seeking a permit issued by the Department of Health to grow and process or dispense medical marijuana. Diverse groups include the following businesses that have been certified by a third-party certifying organization: a disadvantaged business, minority-owned business, and women-owned business as those terms are defined in 74 Pa. C.S. § 303(b); and a service-disabled veteran-owned small business or veteran-owned small business as those
Section 3 – Diversity Plan

By checking “Yes,” the applicant affirms that it has a diversity plan that establishes a goal of opportunity and access in employment and contracting by the medical marijuana organization. The applicant also affirms that it will make a good faith effort to meet the diversity goals outlined in the diversity plan. Changes to the diversity plan must be approved by the Department of Health in writing.

The applicant further agrees to report participation level and involvement of Diverse Participants and Diverse Groups in the form and frequency required by the Department, and to provide any other information the Department deems appropriate regarding ownership, management, employment, and contracting opportunities by Diverse Participants and Diverse Groups.

[ ☒ Yes ☐ No ]

DIVERSITY PLAN

IN NARRATIVE FORM BELOW, DESCRIBE A PLAN THAT ESTABLISHES A GOAL OF DIVERSITY IN OWNERSHIP, MANAGEMENT, EMPLOYMENT AND CONTRACTING TO ENSURE THAT DIVERSE PARTICIPANTS AND DIVERSE GROUPS ARE ACCORDER EQUALITY OF OPPORTUNITY. TO THE EXTENT AVAILABLE, INCLUDE THE FOLLOWING:

1. The diversity status of the Principals, Operators, Financial Backers, and Employees of the Medical Marijuana Organization.
2. An official affirmative action plan for the Medical Marijuana Organization.
3. Internal diversity goals adopted by the Medical Marijuana Organization.
4. A plan for diversity-oriented outreach or events the Medical Marijuana Organization will conduct during the term of the permit.
5. Contracts with diverse groups and the expected percentage and dollar amount of revenues that will be paid to the diverse groups.
6. Any materials from the Medical Marijuana Organization’s mentoring, training, or professional development programs for diverse groups.
7. Any other information that demonstrates the Medical Marijuana Organization’s commitment to diversity practices.
8. A workforce utilization report including the following information for each job category within the Medical Marijuana Organization:
   a. The total number of persons employed in each job category,
   b. The total number of men employed in each job category,
   c. The total number of women employed in each job category,
   d. The total number of veterans in each job category,
   e. The total number of service-disabled veterans in each job category, and
   f. The total number of members of each racial minority employed in each job category.
Introduction
Power Plant Medicinal has developed a comprehensive diversity plan to ensure company-wide equality of opportunity in employment and contracting. Power Plant will implement policies that prevent the occurrence of discrimination to foster a welcoming, inclusive workplace and to promote the involvement of diverse participants and diverse groups in company operations, both internal and external. Power Plant Medicinal is committed to providing a safe and inclusive workplace for all individuals regardless of race, age, gender, gender identity, sexual orientation, or ability, including, but not limited to:

- Minorities
- Women
- Veterans (including Disabled)
- Disabled Individuals
- LGBTQ

The Commonwealth of Pennsylvania’s commitment to diversity is demonstrated in § 615, its Medical Marijuana Act. Similarly, Power Plant Medicinal will commit to being a leader in diversity efforts in the Commonwealth Medical Marijuana Program. The company will uphold the spirit of the Act by promoting equal opportunity in ownership, management, employment, and contracting, and in accordance with 28 Pa. Code § 1141.32, Diversity goals.

The company understands that an inclusive workplace not only promotes positive economic and social transformation, but also casts a wider net in terms of overall community appeal. Power Plant Medicinal will prioritize the needs of its local community, ensuring that comments and concerns related to diversity and inclusion are addressed and resolved immediately.

Diversity Status of Company
Power Plant Medicinal will source, hire and train local individuals without regard for their gender, sexual orientation, ethnicity, age, religion or social status. The company has launched with an environment of empowered diversity, as evidenced by its preponderance of women in its ownership structure. Led by the team behind the Ken Pollock Auto Group (KPAG), Power Plant Medicinal has already established relationships with a number of contractors, charities and service organizations owned by or focusing on Veterans, Minorities, and Women.

The company has also entered into several pre-license contracts with diverse companies. These companies will assist with integral business operations once Power Plant Medicinal is awarded a license. Diverse groups own the Cultivation Management Company, Processing and Manufacturing Company, and Security Company that Power Plant Medicinal has earmarked for operations.

Affirmative Action Plan
The team at Power Plant Medicinal is committed to being an inclusive company, which not only hires local, diverse candidates, but also forges relationships with diverse business owners, vendors and suppliers. Power Plant Medicinal plans to have mentor programs, sensitivity and diversity
trainings/seminars, multi-language materials, and support various diverse programs/individuals throughout the Commonwealth.

Mitigating Bias in Hiring
The hiring process at Power Plant Medicinal will be designed to mitigate bias. By removing names, addresses and potentially identifying information from all resumes prior to review by the Manager or Executive in charge of hiring, any potential bias will also be removed. Candidates will be judged solely on merit and potential, with no possibility for gender, ethnicity, sexual orientation, or disability bias in the selection process. Executive and management hiring plans will include specific diversity principles for sourcing, hiring, and training diverse individuals.

The Commonwealth established The Department of General Services’ Bureau of Diversity, Inclusion & Small Business Opportunities (BDISBO) to ensure Minority Business Enterprises, Women Business Enterprises, Veteran Business Enterprises, Service-Disabled Veteran Business Enterprises, Disability-Owned Business Enterprises, and LGBT Business Enterprises are accessible to businesses in the Commonwealth for contracting opportunities. As a practice, when qualified contractors and vendors are needed to assist the business, Power Plant Medicinal will utilize this tool to identify these entities for goods and services. Power Plant Medicinal will also solicit advice and guidance from individuals at the BDISO, to ensure their business practices meet the standards established by the BDISO, and if possible, to become certified as a Small Diverse Business in Pennsylvania.

Power Plant is committed to being an inclusive company that not only hires local and diverse candidates, but will also forge relationships with diverse business owners, community groups, vendors and suppliers.

Internal Diversity Goals
Power Plant Medicinal has adopted the following diversity goals, and will prioritize them in its hiring practices, vendor selection and community inclusion:

- Recruiting, employing, training, and advancing talented people of any race, national origin, ancestry, sex, sexual orientation, sexual identity and expression, marital status, family status, lifestyle, age, culture, religion, military and veteran status, citizenship, or disability. All positions will be classified as EEO-1.
- Actively seeking a diverse pool of candidates to provide a broad and inclusive depth of experience that will enrich the Power Plant Medicinal corporate culture and improve the quality of both the workforce and work product
- Seeking out a diverse pool of candidates for employment to provide the Company with a range of talent, experience, and life skills to meet operational goals
- Offering operational and service opportunities to a diverse group of vendors, suppliers, contractors, and other service providers whenever possible
- Actively seeking to match or exceed the diversity of the communities where Power Plant Medicinal has business operations
- Power Plant Medicinal will require that contractors and vendors have and practice equal opportunity policies
- Power Plant Medicinal will hold/host ongoing sensitivity trainings for all company employees
Power Plant Medicinal will make a good faith effort to not only be inclusive of people from all ethnicities in its business practices, but to prioritize the hiring, training and upward mobility of people from diverse backgrounds. To ensure they achieve this goal, Power Plant Medicinal will work with The Minority Cannabis Business Association (MCBA).

Founded in late 2015, the Minority Cannabis Business Association (MCBA) is the first non-profit organization created to serve the specific needs of minority cannabis entrepreneurs, workers, and patients/consumers. The organization currently serves members from across the United States and Canada. Its 17-member board of directors is comprised of a diverse group of cannabis industry veterans and activists from across the U.S. MCBA is the first non-profit organization created specifically to progress the cannabis industry by increasing diversity. Its mission is to create equal access and economic empowerment for cannabis businesses, their patients, and the communities most affected by the war on drugs. As an entity, MCBA’s objectives are:

- **Economic Empowerment**: Increase the number and success of minority business owners and career professionals by assuring equal access to industry opportunity and promoting positive practices
- **Social Justice**: Assist in reducing the number of people imprisoned with non-violent cannabis offenses and ensure people with non-violent cannabis offenses have fair access to the cannabis industry
- **Patient awareness**: Increase knowledge in minority communities on how cannabis can be an effective medicine and safe consumer good if applied responsibly

**Commitment to Diverse Causes and Projected Contributions**

The company has contracted with several diverse groups to perform integral operations at its facilities, with a sizeable estimated fiscal commitment to each of those groups for their services.

**Women**

The Ken Pollock Auto Group has sponsored, supported, participated in and/or has been active members of many organizations and events that promote diversity through the empowerment and support of women. As a company founded by a successful female entrepreneur and with several female members of its executive team, it will be essential for Power Plant to continue to support and be involved with the following organizations:

- **Greater Pittston Chambers Women’s Network** – This group exists to encourage and empower women with the goal of creating heartfelt, meaningful relationships with one another that will in turn strengthen local communities. It also focuses on helping members market their skills and promote who they are and what they have to offer.
- **Greater Wilkes-Barre Chamber of Commerce Women in Business Council** – This council provides women in executive and management level positions within the community with opportunities to share information and make presentations on topics and issues of importance with other local women.
- **Scranton Chamber of Commerce Women’s Leadership Conference** – This daylong conference helps women to identify the resources they all possess that can enable them to create
positive change in their communities and in their own lives when they come together to support one another.

- **Dress for Success Annual Luncheon** – This group empowers women to achieve economic independence and success by providing a strong support network, professional attire and other development tools to help prepare them for interviews, thrive in work and in life.

**Supporting Veterans & Disabled Veterans**
The founders of Power Plant Medicinal have long operated their various other local businesses with a strong veteran focus, from operations to charitable programs and hiring programs. The Mount Carmel Cogeneration Plant, which will power the company’s planned medical marijuana cultivation and production operation, currently employs nine veterans. Power Plant will follow in these footsteps by contracting veteran-owned businesses for key services, participating in events that support veterans, and making it a priority to seek out and hire qualified local veterans.

Created by the Vietnam Veterans Memorial Fund (VVMF) is a half-scale traveling replica of the Vietnam Veterans Memorial in Washington, D.C., designed to travel to communities across the United States. The traveling exhibit helps thousands of veterans who have been unable to cope with the prospect of facing The Wall find the strength and courage to do so within their own communities, allowing the healing process to begin. The exhibit tells the story of the Vietnam War, The Wall and the era surrounding the conflict, which affected so many in Pennsylvania and across the country. This memorial is designed to put American experiences in Vietnam in a historical and cultural context. It will be in Swoyersville, PA, from June 8 to June 10, 2017. Power Plant Medicinal has generously contributed to ensure this exhibit makes its way to Pennsylvania. This is only one of the Veterans causes it supports:

- **Veterans Run** – Contribution: $
- **Run for the Fallen** - Contribution: $
- **Wounded Warrior Project** - Contribution: $
- **“The Wall That Heals”** – Contribution: $

**Supporting the Disabled**
In addition to being longtime supporters and collaborators with the Association for the Blind, the Power Plant founders have been a sponsor for over five years of the organization’s annual golf tournament and annual dinner. They also sponsor a luncheon at their Camp Sight Program at the family’s restaurant in Hazleton, Pa, Top of the 80’s. Members of the company’s executive team have also served as board members for the association.

The Association for the Blind and Visually Impaired was founded in 1913, with a mission to advance the independence of visually impaired and blind individuals and help educate about vision loss prevention through educational services offered to the public. Camp Sight is a learning program for youth ranging from ages 11 to 22 who are blind or visually impaired. The program offers “Adjustment to Vision Loss” activities, which focus on helping the children be independent, increase their confidence, and help build trusting relationships with their peers.

The company’s founders were the presenting sponsor of the R3 OPS 3-mile local mud run, with many employees participating as well. Proceeds benefited Stephanie Jallen, a Pennsylvania native and
nationally ranked Paralympic ski champion born with CHILDs syndrome who attended the 2014 Paralympic Games in Russia. Suffering from Congenital Hemidysplasia with Ichthyosis and Limb Defects Syndrome, Jallen had to have her left leg amputated. She was introduced to skiing at a 2006 winter ski clinic in Pennsylvania. She has encouraged Iraq war amputees and when she was 11 in 2007, she spoke at Harrisburg to the Pennsylvania senate and told them not to give up. The RC Ops run is a unique race that combines a timed elite 3-mile “Rogue” obstacle run, an Extreme Obstacle Challenge, and multiple untimed waves that run the 3-mile mud run as a challenge, taking on optional obstacles according to the runners’ comfort level and ability.

Power Plant will continue to sponsor and participate in similar interactive community benefits that bring attention to and financially support diverse groups. The company prides itself on its support of organizations that focus on the disabled:

- **Association for the Blind** – Contribution: $
- **Camp Sight** – Contribution: $
- **R3 OPS Mud Run Paralympic Benefit** – Contribution: $

**Supporting the LBGTQ Community**

Power Plant Medicinal will support local LGBTQ groups and events, and ensure that all LBGTQ individuals have equal opportunity. The company is exploring a partnership with the Northeastern Pennsylvania Rainbow Alliance, which provides education, support and advocacy for LGBTQ individuals and families while working to advance fairness and equality.

- **Northeastern Rainbow Alliance** – Contribution: $

In addition to fiscal support, Power Plant Medicinal employees at all levels will also devote volunteer time to these organizations.

**Contracts with Diverse Groups and Projected Contributions**

**Mjardin**: Power Plant Medicinal has partnered with MJardin, which is a company operated by disabled veterans that also has many prominent female executives, to run its medical marijuana cultivation operations. In 2018, Power Plant will pay MJardin % of its 2018 revenue and an estimated % of all revenue thereafter to MJardin.

**Xabis**: Power Plant Medicinal has partnered with Xabis, which is a company with primarily female, Hispanic and African American shareholders and principals, to run its medical marijuana extraction and manufacturing operations. In 2018, Power Plant has contracted to share % of its 2018 revenue and an estimated % of all revenue thereafter to Xabis.

**Security Grade**: Power Plant Medicinal has partnered with Security Grade, which is a company owned by disabled veterans, to provide security for its medical marijuana facilities. Power Plant has contracted for $ pre-license with Security Grade. In 2018, Power Plant will pay Security grade a
minimum of $ and likely more, if operations ramp up quickly and the Pennsylvania Medical Marijuana program is strong.

**Monte Content:** Monte Content is a minority owned company that creates educational video content to optimize retail experiences for dispensaries by helping educate the consumers and by promoting and advertising products before the sales interactions begin. Power Plant has partnered with Monte Content to help educate patients at its dispensaries. The company will pay $ annually to the organization.

**Finishing Touch:** Finishing Touch is a local female owned cleaning service that the founders of Power Plant Medicinal have worked with through their other local businesses. The company will pay $ each month, at minimum, to Finishing Touch.

In addition to these businesses, the company has developed a robust community action plan to contract with diverse philanthropic organizations that are run by Women, Veterans & Disabled Veterans, Disabled Individuals, Minorities and LGBTQ individuals. The company will collaborate with and support these organizations and will diligently work on a regular basis to identify additional entities that provide support, empower, and promote diverse groups.

**Mentoring, Training and Professional Development Programs for Diverse Groups**

Power Plant Medicinal is establishing a mentorship program through Pennsylvania State University, along with internship programs at other local colleges. These programs will focus on students from diverse backgrounds who will gain valuable first-hand experience about operating a successful business, while enhancing their personal and professional networks via their mentors. Mentors experience the satisfaction of guiding the next generation of Penn State students to become successful professionals.

The company will implement mentorship programs, as well as sensitivity and diversity training programs; host diversity seminars; produce multi-language educational and employee materials, and support a host of diverse programs and individuals throughout the Commonwealth. Through some of these entities, Power Plant Medicinal will create a pipeline for employees and mentorship opportunities.

To that end, the company is particularly excited about future partnerships with the following two organizations, who will provide prospective employees and eventually, future executives of the Power Plant Medicinal. Power Plant is honored by the opportunity to collaborate with these local organizations and help a diverse group of disadvantaged locals help get back on their feet and/or join the workforce:

- **YMCA:** The Y is a leading nonprofit, community-driven organization for youth development with a powerful commitment to bringing about lasting personal and social change and responsibility within the community.
Family Promise of Lycoming County: This local non-profit is committed to helping diverse and socioeconomically disadvantaged people by offering services through partnerships with local churches, professional staffing organizations, social service organizations and hundreds of volunteers to provide shelter, meals and intensive case management for families in need. The group prides itself on helping the homeless find jobs.

Hire Heroes USA: Hire Heroes USA is a Charity Navigator 4-Star rated national nonprofit that provides consistently effective, individualized career coaching services to transitioning military members, veterans and military spouses with an uncompromising focus on results. This organization empowers U.S. military members, veterans and spouses to succeed in the civilian workforce.

Commitment to Diverse Practices
Power Plant Medicinal will hire experienced diversity consultants to ensure business practices are inclusive and free of discrimination. The diversity consultants will perform ongoing educational classes for employees of the company. Employees will have the opportunity to learn a curriculum of information about diversity and inclusion. Curriculum from these classes will include:

- Historical data about sociopolitical discrimination and segregation
- Tools to communicate with people from different socioeconomic backgrounds, ethnicities, or genders
- Information about building businesses with consideration to diverse business practices
- Self awareness as it relates to diversity and inclusion
- How to create bias-free marketing materials
- How to interview without bias
- Sexual harassment
- EEO and affirmative action training

The company seeks to set the standard for diverse practices in the Commonwealth. In addition to ensuring all Power Plant Medicinal facilities offer full ADA compliance to employees and eligible visitors, the Company will also offer excellent non-biased wage and benefits packages to all employees.

In existing business operations, the company’s founders currently employ a diverse range of employees, from various ethnic, racial, and socioeconomic backgrounds, which includes diverse groups including veterans, handicapped individuals, women and senior citizens. To continue in the same spirit, Power Plant Medicinal has adopted bylaws, which commit the company to diverse practices. The bylaws are as follows:

*Diversity refers to the variety of backgrounds and characteristics found in society today; thus, it embraces all aspects of human similarities and differences. While we support diversity as an inclusive concept, reality compels us to focus considerable attention to addressing issues related to those individuals and groups that have historically been adversely affected. As such,*
diversity specifically refers to differences among people with respect to age, sex, culture, race, ethnicity, religion, color, disability, national origin, ancestry, sexual orientation and veteran status.

The Policy of the Power Plant Medicinal is to promote an enriching and supportive climate that allows all employees and members of its community to thrive and succeed. The company will achieve this goal through the implementation of Diversity and Inclusion Programs. The Diversity and Inclusion Policies will seek to provide a comprehensive, company-wide approach to diversity and inclusivity, access, and equity. Through strategic planning and programmatic development, the company will empower employers, employees, clients, business partners, etc., to build a diverse and inclusive corporate community. This program of Diversity and Inclusion strives to transform the company’s corporate community into a place where all will thrive and grow as they recognize their value in an ever changing, growing, and progressive global marketplace community.

Power Plant Medicinal will commit to a goal of hiring a spectrum of employees of all genders, ethnicities and socioeconomic backgrounds for all levels of employment, with unbiased consideration given to only their required skills and experience. When hiring or sourcing vendors, diversity policy will mandate that postings and outreach will be inclusive of all of these groups. For instance, marketing and advertising materials that are created will always represent a diverse group of individuals, if faces are included in the campaign. Hiring practices will also be inclusive of some of the community groups Power Plant Medicinal will be working with on a regular basis.

In an additional display of its commitment to diverse practices, Power Plant will assemble a bilingual staff that will be able to translate multiple languages commonly spoken by diverse area groups. This will allow staff to community with patients who speak other languages, and be a fully integrated bilingual member of the communities it is operating in. Power Plant Medicinal will make training materials available in a multitude of languages for any employees who require them. The company will also have translation services available for vendors and patients, when applicable.

Workplace Utilization Report
The following report illustrates the diverse background of all Power Plant Medicinal’s organization. Women, Veterans/Disabled Veterans, and Minorities are all included in the initial structure of the business. Power Plant Medicinal’s hiring practices will continue in this vein for the duration of the business.
Diverse Data Recording and Reporting
According to Suburban Stats, the population of Pennsylvania in 2016 was as follows:

<table>
<thead>
<tr>
<th>Race</th>
<th>Male</th>
<th>Female</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>White</td>
<td>6,190,363</td>
<td>6,512,016</td>
<td>12,702,379</td>
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<tr>
<td>Black or African American</td>
<td>657,938</td>
<td>719,751</td>
<td>1,377,689</td>
</tr>
<tr>
<td>Hispanic or Latino</td>
<td>367,818</td>
<td>351,842</td>
<td>719,660</td>
</tr>
<tr>
<td>Asian</td>
<td>167,981</td>
<td>181,107</td>
<td>349,088</td>
</tr>
<tr>
<td>Some Other Race</td>
<td>157,783</td>
<td>143,200</td>
<td>300,983</td>
</tr>
<tr>
<td>Two or More Races</td>
<td>115,895</td>
<td>121,940</td>
<td>237,835</td>
</tr>
<tr>
<td>American Indian</td>
<td>13,503</td>
<td>13,340</td>
<td>26,843</td>
</tr>
<tr>
<td>Three or more races</td>
<td>8,424</td>
<td>10,047</td>
<td>18,471</td>
</tr>
<tr>
<td>Native Hawaiian Pacific Islander</td>
<td>1,841</td>
<td>1,812</td>
<td>3,653</td>
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<tr>
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<td>440</td>
<td>500</td>
<td>940</td>
</tr>
<tr>
<td>Alaska Native tribes</td>
<td>112</td>
<td>123</td>
<td>236</td>
</tr>
</tbody>
</table>

In sharp contrast to these figures, Kaiser reported poverty levels in 2014, which paint a distressing picture of Equal Opportunity Employment in Pennsylvania:
Power Plant Medicinal executives will audit and aggregate data such as this, along with company demographic data, to ensure they are prioritizing the hiring, training and advancement of people in the Commonwealth who are victims of these statistics. To ensure that there is robust representation of Minorities, Veterans and Disabled Veterans, Disabled people, Women, and LGBTQ community members, Power Plant Medicinal Executives will run quarterly reports and collect objective data to assess the diverse representation amongst employees and contractors. When deficiencies are identified, the company will immediately prioritize the sourcing and identification of diverse individuals for job and contractor openings.

The company will also collect data about the equality of employment amongst its employees. Reports on salaries, mobility, and retention of all employees will be generated to affirm that diverse groups are being given the same opportunity, training and consideration as other types of employees. Should issues with equality be identified in these reports, the company will take immediate corrective action to ensure total equality of opportunity for all employees, no matter their race or gender.

**Conclusion**

Power Plant Medicinal is committed to upholding the spirit of the diversity requirement and ensuring its tenants are applied to the hiring, contracting and community outreach plans of the company. Maintaining a diverse workforce and appealing to a diverse market are two of the primary goals of Power Plant Medicinal. The company is not only committed to ensuring that these goals are accomplished, but to setting a standard for inclusive and diverse practices among both Medical Marijuana Businesses and all other businesses in the Commonwealth.
Part C – Applicant Background Information
(Scoring Method: Pass/Fail)

For this part the applicant is required to provide background and contact information for the principals, financial backers, operators and employees.

Section 4 – Principals, Financial Backers, Operators and Employees

A. Please list all Principals, Financial Backers and Operators

<table>
<thead>
<tr>
<th>Name and Residential Address</th>
</tr>
</thead>
<tbody>
<tr>
<td>First Name: Kenneth</td>
</tr>
<tr>
<td>Occupation: Executive</td>
</tr>
<tr>
<td>Also known as: Ken Pollock</td>
</tr>
<tr>
<td>Address Line 1:</td>
</tr>
<tr>
<td>Address Line 3: N/A</td>
</tr>
<tr>
<td>Phone:</td>
</tr>
</tbody>
</table>

Name and Residential Address

| First Name: Connie           | Middle Name: Jo     | Last Name: Pollock Rado | Suffix: Mrs |
| Occupation: Executive        | Title in the applicant’s business: Principal/Financial Backer/Chief Administration Officer |
| Also known as: Connie Rado   | Date of birth: MM/DD/YYYY |
| Address Line 1:              | Address Line 2: N/A |
| Address Line 3: N/A          | City: | State: | Zip Code: |
| Phone:                       | Fax: N/A | Email: |

Name and Residential Address

| First Name: Marion           | Middle Name: Francis | Last Name: Pollock       | Suffix: Mrs |
| Occupation: Executive        | Title in the applicant’s business: Financial Backer/President |
| Also known as: Marion Pollock| Date of birth: MM/DD/YYYY |
| Address Line 1:              | Address Line 2: N/A |
| Address Line 3: N/A          | City: | State: PA | Zip Code: |
| Phone:                       | Fax: N/A | Email: |

Name and Residential Address

| First Name: Megan            | Middle Name: Ann    | Last Name: Millo         | Suffix: Ms |
| Occupation: Executive        | Title in the applicant’s business: Vice President/Chief Operating Officer |
| Also known as: Megan Millo   | Date of birth: MM/DD/YYYY |
| Address Line 1:              | Address Line 2: N/A |
| Address Line 3: N/A          | City: | State: | Zip Code: |
| Phone:                       | Fax: N/A | Email: |
# Pennsylvania Department of Health
Medical Marijuana Dispensary Permit Application

## Name and Residential Address

<table>
<thead>
<tr>
<th>First Name</th>
<th>Middle Name</th>
<th>Last Name</th>
<th>Suffix</th>
</tr>
</thead>
<tbody>
<tr>
<td>Joseph</td>
<td>John</td>
<td>Prociak</td>
<td>Mr</td>
</tr>
</tbody>
</table>

**Occupation:** Lawyer

**Title in the applicant’s business:** Corporate Counsel/Business Advisor

### Kevin Hogan

<table>
<thead>
<tr>
<th>First Name</th>
<th>Middle Name</th>
<th>Last Name</th>
<th>Suffix</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kevin</td>
<td></td>
<td>Hogan</td>
<td>Mr</td>
</tr>
</tbody>
</table>

**Occupation:** Certified Public Accountant

**Title in the applicant’s business:** Chief Financial Officer

### Whitney Callahan

<table>
<thead>
<tr>
<th>First Name</th>
<th>Middle Name</th>
<th>Last Name</th>
<th>Suffix</th>
</tr>
</thead>
<tbody>
<tr>
<td>Whitney</td>
<td>Rene</td>
<td>Callahan</td>
<td>Mrs</td>
</tr>
</tbody>
</table>

**Occupation:** Executive

**Title in the applicant’s business:** Chief Compliance Officer

### Shea Payne

<table>
<thead>
<tr>
<th>First Name</th>
<th>Middle Name</th>
<th>Last Name</th>
<th>Suffix</th>
</tr>
</thead>
<tbody>
<tr>
<td>Shea</td>
<td>Brendan</td>
<td>Payne</td>
<td>Mr</td>
</tr>
</tbody>
</table>

**Occupation:** Pharmacist

**Title in the applicant’s business:** Pharmacist/Medical Director

**Also known as:** Joe Prociak

**Date of birth:** MM/DD/YYYY

**Address:**

<table>
<thead>
<tr>
<th>Address Line 1</th>
<th>Address Line 2</th>
</tr>
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<tbody>
<tr>
<td></td>
<td>N/A</td>
</tr>
</tbody>
</table>

**Also known as:** Kevin Hogan

**Date of birth:** MM/DD/YYYY

**Address:**

<table>
<thead>
<tr>
<th>Address Line 1</th>
<th>Address Line 2</th>
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<tbody>
<tr>
<td></td>
<td>N/A</td>
</tr>
</tbody>
</table>

**Also known as:** Whitney Pollock

**Date of birth:** MM/DD/YYYY

**Address:**

<table>
<thead>
<tr>
<th>Address Line 1</th>
<th>Address Line 2</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>N/A</td>
</tr>
</tbody>
</table>

**Also known as:** Shea Payne

**Date of birth:** MM/DD/YYYY

**Address:**

<table>
<thead>
<tr>
<th>Address Line 1</th>
<th>Address Line 2</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>N/A</td>
</tr>
</tbody>
</table>

- [If more space is required, please submit additional information on other individuals in a separate document titled “Principals, Financial Backers and Operators (Contd.)” in accordance with the attachment file name format requirements and include it with the attachments.]

- **B. Please list Employees**

  Please provide the following information for any employees that have been hired to date to work for the applicant listed in this application. If no employees are currently employed, please leave this section blank.
### Section 5 – Moral Affirmation

By checking “Yes,” you affirm that each principal, financial backer, operator and employee listed in this permit application is of good moral character.

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
</table>

### Section 6 – Compliance with Applicable Laws and Regulations

By checking “Yes,” you affirm that you, as well as the principals, financial backers, operators and employees listed in this permit application are able to continuously comply with all applicable Commonwealth laws and regulations relating to the operation of a medical marijuana dispensary.

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
</table>
Section 7 – Civil and Administrative Action

For the statements below:

- By checking “Yes,” you affirm the statement
- If you check “No,” you must state your reasoning in “Schedule A” below

<table>
<thead>
<tr>
<th>Civil and Administrative Action</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>The applicant has never responded to an action resulting in sanctions, disciplinary actions or</td>
<td>☒</td>
<td></td>
</tr>
<tr>
<td>civil monetary penalties being imposed relating to a registration, license, permit or any other</td>
<td></td>
<td></td>
</tr>
<tr>
<td>authorization to grow, process or dispense medical marijuana in any state.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>The applicant has never responded to a civil or administrative action relating to a registration,</td>
<td>☒</td>
<td></td>
</tr>
<tr>
<td>license, permit or authorization to grow, process or dispense medical marijuana in any state.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>The applicant has never been accused of obtaining a registration, license, permit or other</td>
<td>☒</td>
<td></td>
</tr>
<tr>
<td>authorization to operate as a grower, processor or dispensary of medical marijuana in any</td>
<td></td>
<td></td>
</tr>
<tr>
<td>jurisdiction by fraud, misrepresentation, or the submission of false information.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>No civil or administrative action has been taken against the applicant under the laws of the</td>
<td>☒</td>
<td></td>
</tr>
<tr>
<td>Commonwealth or any other state, the United States or a military, territorial or tribal authority</td>
<td></td>
<td></td>
</tr>
<tr>
<td>relating to a principal, operator, financial backer or employee of the applicant’s profession,</td>
<td></td>
<td></td>
</tr>
<tr>
<td>or occupation or fraudulent practices, including fraudulent billing practices.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Schedule A: Civil or Administrative History Incident

<table>
<thead>
<tr>
<th>Defendant</th>
<th>Name of Case &amp; Docket #</th>
<th>Nature of Charge or Complaint</th>
<th>Date of Charge or Complaint</th>
<th>Disposition</th>
<th>Name and Address of the Administrative Agency Involved, and the Tribunal or Court</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
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</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Part D – Plan of Operation

(Scoring Method: 550 Points)

A PLAN OF OPERATION IS REQUIRED FOR ALL DISPENSARY PERMIT APPLICATIONS. THE PLAN OF OPERATION MUST INCLUDE A TIMETABLE OUTLINING THE STEPS THE APPLICANT WILL TAKE TO BECOME OPERATIONAL WITHIN SIX MONTHS FROM THE DATE OF ISSUANCE OF A PERMIT. THE PLAN OF OPERATION MUST ALSO DESCRIBE HOW THE APPLICANT’S PROPOSED
Plan of Operation

What must be covered in a Plan of Operation?
Applicants must identify how they will comply with relevant laws and regulations regarding:

- Security and Surveillance
- Employee qualifications and training
- Transportation of medical marijuana and medical marijuana products
- Storage of medical marijuana products
- Inventory management
- Recordkeeping
- Prevention of unlawful diversion of medical marijuana and medical marijuana products
- A timetable outlining the steps required for the applicant to become operational within six months from the date of issuance of a dispensary permit

By checking “Yes,” you affirm that you are able to continuously maintain effective security, surveillance and accounting control measures to prevent diversion, abuse and other illegal conduct regarding medical marijuana and medical marijuana products.

Section 8 – Operational Timetable

If issued a permit, please describe the steps and timeframes for becoming fully operational as a dispensary within six months from the date of issuance of a dispensary permit. Specifically, please provide the steps you will take to begin the process for the handling, storing, and transporting of medical marijuana and medical marijuana products.

<table>
<thead>
<tr>
<th>Activity / Item (Post License Week 1-26)</th>
<th>Estimated Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Site Selection</td>
<td>Complete</td>
</tr>
<tr>
<td>Sales/Lease Agreement Executed</td>
<td>Complete</td>
</tr>
<tr>
<td>Zoning Approval</td>
<td></td>
</tr>
<tr>
<td>Land (Building, if a retrofit) Acquisition</td>
<td>Complete</td>
</tr>
<tr>
<td>Executive Team Organized</td>
<td>Complete</td>
</tr>
<tr>
<td>Site Design &amp; Approval</td>
<td>In Progress</td>
</tr>
<tr>
<td>Architectural Site Design &amp; Sketch, prelim and final</td>
<td>In Progress</td>
</tr>
<tr>
<td>Engineering site design and sketch</td>
<td></td>
</tr>
<tr>
<td>Task</td>
<td>Status</td>
</tr>
<tr>
<td>----------------------------------------------------------------------</td>
<td>-----------------</td>
</tr>
<tr>
<td>City/town/local’s engineer and legal cost reimbursement</td>
<td>In Progress</td>
</tr>
<tr>
<td>Building Design</td>
<td>Complete</td>
</tr>
<tr>
<td>Construction Drawings</td>
<td>Complete</td>
</tr>
<tr>
<td>Architectural</td>
<td>Complete</td>
</tr>
<tr>
<td>Structural</td>
<td>Complete</td>
</tr>
<tr>
<td>Mechanical, electrical, and plumbing drawings (MEP)</td>
<td>Complete</td>
</tr>
<tr>
<td>Background Checks</td>
<td>In Progress</td>
</tr>
<tr>
<td>Interior Design and Security</td>
<td>Complete</td>
</tr>
<tr>
<td>Architect Selection</td>
<td>Complete</td>
</tr>
<tr>
<td>Contractor Selection</td>
<td>In Progress</td>
</tr>
<tr>
<td>Security Schematic Design and Selection</td>
<td>Complete</td>
</tr>
<tr>
<td>Permits</td>
<td>In Progress</td>
</tr>
<tr>
<td>Submit Building Permit Application</td>
<td>In Progress</td>
</tr>
<tr>
<td>Permit Renewed</td>
<td>In Progress</td>
</tr>
<tr>
<td>Building permit issues</td>
<td>In Progress</td>
</tr>
<tr>
<td>Bids and Contracts</td>
<td>In Progress</td>
</tr>
<tr>
<td>Receive and review bids</td>
<td>In Progress</td>
</tr>
<tr>
<td>Execute Contractor agreements</td>
<td>In Progress</td>
</tr>
<tr>
<td>Mid-Level Management Team Hired</td>
<td>Post License Wk 14-16</td>
</tr>
<tr>
<td>Construction</td>
<td>Post License Wk 1-2</td>
</tr>
<tr>
<td>Framing</td>
<td>Post License Wk 3-4</td>
</tr>
<tr>
<td>Rough-in MEP</td>
<td>Post License Wk 5</td>
</tr>
<tr>
<td>MEP Rough-In Inspection</td>
<td>Post License Wk 6</td>
</tr>
<tr>
<td>Framing inspection</td>
<td>Post License Wk 7</td>
</tr>
<tr>
<td>Drywall</td>
<td>Post License Wk 8</td>
</tr>
<tr>
<td>Drywall Screw Inspection</td>
<td>Post License Wk 9-10</td>
</tr>
<tr>
<td>Paint and Wall Finishes</td>
<td>Post License Wk 11</td>
</tr>
<tr>
<td>MEP Finish</td>
<td>Post License Wk 12</td>
</tr>
<tr>
<td>MEP Finish Inspection</td>
<td>Post License Wk 22</td>
</tr>
<tr>
<td>Secure Vendors</td>
<td>Complete</td>
</tr>
<tr>
<td>Waste Contractor</td>
<td>Complete</td>
</tr>
<tr>
<td>Security Contractor</td>
<td>Post License Wk 20</td>
</tr>
<tr>
<td>Transportation Contractor</td>
<td>Complete</td>
</tr>
<tr>
<td>3rd Party Compliance Auditors</td>
<td>Post License Wk 24</td>
</tr>
</tbody>
</table>
## Pennsylvania Department of Health
### Medical Marijuana Dispensary Permit Application

<table>
<thead>
<tr>
<th>Activity Description</th>
<th>Time Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>SOP’S/Training Manuals Completed</td>
<td>Post License Wk 14</td>
</tr>
<tr>
<td>Staff Hired</td>
<td>Post License Wk 18-20</td>
</tr>
<tr>
<td>Employee Training Begins</td>
<td>Post License Wk 20-22</td>
</tr>
<tr>
<td>Equipment Purchase and Installation</td>
<td>Post License Wk 22-24</td>
</tr>
<tr>
<td>Office Equipment/FFE</td>
<td>Post License Wk 13-14</td>
</tr>
<tr>
<td><strong>DOH REDACTED</strong></td>
<td></td>
</tr>
<tr>
<td>Inspections</td>
<td></td>
</tr>
<tr>
<td>Final Building inspection</td>
<td>Post License Wk 16</td>
</tr>
<tr>
<td>Fire Inspection</td>
<td>Post License Wk 16</td>
</tr>
<tr>
<td>Public Works Inspection</td>
<td>Post License Wk 16</td>
</tr>
<tr>
<td>Department of Health Inspection</td>
<td>Post License Wk 16</td>
</tr>
<tr>
<td>Marketing and Educational Materials Ordered</td>
<td>Post License Week 20</td>
</tr>
<tr>
<td>Open for Business</td>
<td>Post License Week 26-27</td>
</tr>
</tbody>
</table>

**IF MORE SPACE IS REQUIRED FOR THE OPERATIONAL TIMETABLE, PLEASE SUBMIT ADDITIONAL INFORMATION IN A SEPARATE DOCUMENT TITLED “OPERATIONAL TIMETABLE (CONTD.)” IN ACCORDANCE WITH THE ATTACHMENT FILE NAME FORMAT REQUIREMENTS AND INCLUDE IT WITH THE ATTACHMENTS.**

## Section 9 – Employee Qualifications, Description of Duties and Training

**A. PLEASE PROVIDE A DESCRIPTION OF THE DUTIES, RESPONSIBILITIES, AND ROLES OF EACH PRINCIPAL, FINANCIAL BACKER, OPERATOR AND EMPLOYEE.**

1. Please see attachment titled “Power Plant Medicinal_03152017_Dispensary_Employee Qualifications, Description of Duties and Training (Contd.) 9A-2

2. [ ]
B. PLEASE DESCRIBE THE EMPLOYEE QUALIFICATIONS OF EACH PRINCIPAL AND EMPLOYEE.

1. Please see attachment titled “Power Plant Medicinal_03152017_Dispensary_Employee Qualifications, Description of Duties and Training (Contd.) 9B-2

2. 

3. 

4. 

5. 

6. 

7. 

8. 

C. PLEASE DESCRIBE THE STEPS THE APPLICANT WILL TAKE TO ASSURE THAT EACH PRINCIPAL AND EMPLOYEE WILL MEET THE TWO-HOUR TRAINING REQUIREMENT UNDER THE ACT AND REGULATIONS.

1. Staff Training Requirements:
   Validate and confirm employment with the two-hour training requirement per, Pennsylvania Rules and Regulations §1141.48, without exception, no applicant or candidate for hire will begin operational duties before successfully completing and provide evidence certifying the two-hour training requirement. In addition to the state training requirement, potential candidates will be subjected to competency-based assessment for evaluating knowledge and skills, as well as the demonstration of the application of the knowledge and skills in the operation. If a new hire already knows the compliance regulations, allow an opportunity to test out and continue to areas
that need improvement. Applicant will align company-wide standard operating procedures and training curriculum to cover specific provisions and responsibilities covered in the Pennsylvania Rules and Regulations §1141.48 for principals and employees of cannabis operations. Topics will include: proper handling of medical marijuana, accurate record keeping, and how to prevent and detect the diversion of medical marijuana. Also included in the training will be best practices for security procedures, to address employee access points, as well as, vendor and visitor access points. Safety procedures, including responding to a medical emergency, fire, or a chemical spill, as well as threatening events like armed robbery, burglary, or criminal incident. Retrain employees when changes in policy occur. All positions including principals, managers, and support staff are required to schedule and successfully complete the training as soon as it becomes available at the Department of Health, located specifically in the Applicant’s Pennsylvania region. The required training is available at no cost to all medical marijuana organization’s principals and employees. Initial contact will be made on Applicant’s behalf to confirm and arrange 2-hour training course. Requests for location, dates, and available time slots for the training are made and passed to staff awaiting hiring pre-requisite information. Provide various Department of Health links for FAQ’s, training schedule, and updates to State training requirements to staff via company intranet. The Human Resource Manager communicates information to principals, managers, and employees on a continual basis. As part of standard operating procedures and document retention, training attendance records pertaining to internal and external training, including a copy of the Pennsylvania certification for completing the 2-hour required course, as required by Pennsylvania Rules and Regulations §1141.48, will be retained and stored for future compliance audits.

2. **Apply Best Business Practice:**
   To ensure consistent quality, the use of standard operating procedures will support training and reduce risk. Using adopted publications like: Best Management Practices (BMP), which offers land and resource management techniques to determine the most effective and practical means of maximizing beneficial results and minimizing negative impacts; and Good Agricultural Practices (GAP) and Good Handling Practices (GHP), are audits that verify the medical marijuana is produced, packed, handled, and stored as safely as possible to minimize risks of microbial food safety hazards. Applicant will use BMP, GAP, GHP or similar resources to create uniform standard operating procedures and incorporate specialized training to communicate all policy and procedure changes or updates. Each department head, in conjunction with the Chief Operating Officer and Director of Compliance, will be in charge of further developing and implementing standard operating procedures, as well as teaching the material to relevant staff members.

3. **Utilize Knowledge and Learning Management System:**
   To ensure quality and consistency during the grow-cycle and post-harvest process, the Cultivation and Processing Manager will consider the use a pharmaceutical industry tool called the Knowledge Management System (KMS) and Learning Management System (LMS), which is two related systems. The KMS is a cloud-based standard operating procedure manual kept up-to-date by authorized management. By observing operations, consulting with experts, staying up-to-date with Department of Health regulatory changes and collecting feedback from employees, policies
and procedures will continually be refined. Under the KMS/LMS systems, these updated procedures will then be pushed out to affected employees, who must in turn login to their KMS/LMS portal to read newly updated information and sign off stating that they understand the change. This system provides a dynamic document control system to assure quality standards at all times.

4. Continual Training Support:
Applicant believes training employees shows them you’re genuinely interested in their personal development to give their best to the organization, which can eventually lead to better productivity, happier customers and higher revenue. The Applicant will promote continuous learning by introducing new skills required to make jobs more efficient. Trained employees will make fewer mistakes because of increased proficiency. Certain training may require the employee to complete an interactive learning module or an assessment prior to completion. Standard operating procedures with particularly complicated or critical information will require the employee to demonstrate proficiency to a supervisor or manager. The supervisor or manager will then log into the Knowledge and Learning Management System and provide an electronic signature certifying the employee passed all proficiency requirements to their satisfaction. Records of all training will be retained in the LMS and will be available for inspection as stated in Pennsylvania Rules and Regulations §1141.48.

5. Assertive Compliance Accountability:
Compliance training is not a onetime deal, rather it needs to keep pace with the changing regulatory norms of the industry. By conducting audits and monitoring performance, the Applicant can identify areas of improvement. Plan modification efforts will take place through proactive evaluations which reflect commitment to continuous improvement and sustainability. Employee and patient surveys including transaction and point of sale testing, will be used for periodic testing to gauge training needs and customer satisfaction. Plan of action initiates when policies are misused. Applicant is prepared to enforce policies or retrain employees to ensure a stable organizational reputation. it also encourages employees throughout the organization to remain compliant if they can see there are consequences to rule-breaking. Provide transparency about the reason for policy training to foster good faith among staff.

6. Comprehensive Training and Resource Library:
Training is important but knowledge may fade quickly if training is infrequent or if the employee cannot refer back to the original policy or procedure. The Applicant will establish a resource library with copies of all training materials, standard operating procedures, company policies, employee handbook, marketing collateral materials, medical cannabis strains and profiles and other industry relevant information. Delivery method of material will include the company intranet, onsite company library, and digital downloads.
7. Train-the-Trainer:
   Devise a Train-the-trainer program to prepare instructors to present information effectively, respond to participant questions and lead activities that reinforce learning. They also direct participants to supplementary resources and reference materials. Instructors will learn to lead discussions, listen effectively, make accurate observations and help participants to link training to their jobs. They learn things like how to maintain eye contact, maintain a positive attitude, speak in a clear voice, gesture appropriately, and maintain interest and dispel confusion.

8. Coaching and Mentoring Programs:
   Encourage employees to continually improve competencies and to develop new in-house alliances where necessary to achieve their goals. Work within their area of personal competence and qualify their experience in relationship to their current role. Creatively apply tools and techniques which may include one-to-one training, facilitating, counseling & networking. Facilitate the exploration of needs, motivations, desires, skills and thought processes to assist the employee in making real, lasting change.

If more space is required for any of the above three components of Section 9 (A, B and C), please submit additional information in a separate document titled “Employee Qualifications, Description of Duties and Training (Contd.)” in accordance with the attachment file name format requirements and include it with the attachments.

D. Licensed Medical Professionals at Facility

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>A physician or a pharmacist will be present at the primary dispensary location listed in this permit application at all times during the hours the primary dispensary facility is open to dispense or to offer to dispense medical marijuana to patients and caregivers.</td>
<td>☒</td>
<td>☐</td>
</tr>
<tr>
<td>If the applicant is operating any dispensaries in addition to the primary dispensary location listed under the permit, and a physician or pharmacist is not present onsite at the additional dispensary or dispensaries, a physician assistant or a certified registered nurse practitioner will be present onsite at each of the other dispensaries instead of a physician or pharmacist.</td>
<td>☒</td>
<td>☐</td>
</tr>
<tr>
<td>Any physician, pharmacist, physician assistant or certified registered nurse practitioner employed by a dispensary will, prior to assuming any duties at the dispensary facility, successfully complete a four-hour training course developed by the Department.</td>
<td>☒</td>
<td>☐</td>
</tr>
</tbody>
</table>

Please provide an explanation of any responses above that were answered as a “No” and how you will meet these requirements by the time the department determines you to be operational under the Act and regulations.
Section 10 – Security and Surveillance

A DISPENSARY MUST HAVE SECURITY AND SURVEILLANCE SYSTEMS, UTILIZING COMMERCIAL-GRADE EQUIPMENT, TO PREVENT UNAUTHORIZED ENTRY AND TO PREVENT AND DETECT DIVERSION, THEFT, OR LOSS OF ANY MEDICAL MARIJUANA OR MEDICAL MARIJUANA PRODUCTS.

PLEASE PROVIDE A SUMMARY OF YOUR PROPOSED SECURITY AND SURVEILLANCE EQUIPMENT AND MEASURES THAT WILL BE IN PLACE AT YOUR PROPOSED FACILITY AND SITE. THESE MEASURES SHOULD COVER, BUT ARE NOT LIMITED TO, THE FOLLOWING: GENERAL OVERVIEW OF THE EQUIPMENT, MEASURES AND PROCEDURES TO BE USED, ALARM SYSTEMS, SURVEILLANCE SYSTEM, STORAGE, RECORDING CAPABILITY, RECORDS RETENTION, PREMISES ACCESSIBILITY, AND INSPECTION/SERVICING/ALTERATION PROTOCOLS.

DOH REDACTED

Section 11 – Transportation of Medical Marijuana

<table>
<thead>
<tr>
<th>A. Transportation</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>By checking “Yes,” you affirm that any delivery of medical marijuana to any other medical marijuana organization or approved laboratory within the Commonwealth will adhere to the following: If you check “No” to any statement, you must state the reasoning for doing so at the end of this section. If issued a permit, you must be able to affirm each statement by the time the Department determines you to be operational under the Act and regulations.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>• Medical marijuana will only be delivered between 7 a.m. and 9 p.m.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Pennsylvania Department of Health
Medical Marijuana Dispensary Permit Application

- Medical marijuana will not be transported to any location outside of this Commonwealth.
- A global positioning system will be used to ensure safe, efficient delivery of the medical marijuana to a medical marijuana organization.

In addition to having a transport vehicle staffed with a delivery team consisting of at least two individuals, the applicant affirms the following:

- At least one delivery team member will remain with the vehicle at all times that the vehicle contains medical marijuana.
- Each delivery team member shall have access to a secure form of communication with the dispensary, such as a cellular telephone, at all times that the vehicle contains medical marijuana.
- Upon demand, each delivery team member shall produce an identification badge or card to the Department or its authorized agents, law enforcement or other Federal, State, or local government officials if necessary to perform the government officials’ functions and duties.
- Each delivery team member will have a valid driver’s license.
- While on duty, a delivery team member will not wear any clothing or symbols that may indicate ownership or possession of medical marijuana.
- Medical marijuana stored inside the transport vehicle may not be visible from the outside of the transport vehicle.
- A delivery team shall proceed in a transport vehicle from the dispensary, where the medical marijuana is loaded, directly to the medical marijuana organization, where the medical marijuana is unloaded, without unnecessary delays. Notwithstanding the foregoing, a transport vehicle may make stops at multiple facilities, as appropriate, to deliver medical marijuana.

- Any vehicle accidents, diversions, losses, or other reportable events that occur during transport of medical marijuana must be immediately reported to the Department either through a designated phone line established by the Department or by electronic communication with the Department in a manner prescribed by the Department.
- The Department shall be notified daily of the dispensary’s delivery schedule, including routes and delivery times, either through a designated phone line.
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established by the Department or by electronic communication with the Department in a manner prescribed by the Department.

- A transport vehicle is subject to inspection by the Department or its authorized agents, law enforcement or other Federal, State or local government officials if necessary to perform the government officials' functions and duties.
- A transport vehicle may be stopped and inspected along its delivery route or at any medical marijuana organization.
- If a third-party contractor is used, the contractor must comply with all the transportation requirements listed in the Act and regulations.

B. Transport Manifest

By checking “Yes” to any statement, you affirm that the transport manifest (printed or electronic) that accompanies every transport vehicle will contain the following information and meet the following requirements:

If you check “No” to any statement, you must state the reasoning for doing so at the end of this section. If issued a permit, you must be able to affirm each statement by the time the Department determines you to be operational under the Act and regulations.

- The name, address and permit number of the medical marijuana organization receiving the delivery, and the name of and contact information for a representative of the medical marijuana organization.
- The quantity, by weight or unit, of each medical marijuana harvest batch, harvest lot or process lot contained in the transport, along with the identification number for each harvest batch, harvest lot or process lot.
- The date and approximate time of departure.
- The date and approximate time of arrival.
- The transport vehicle’s make, model, and license plate number.
- The identification number of each member of the delivery team accompanying the transport.
- When a delivery team delivers medical marijuana to multiple medical marijuana organizations, the transport manifest must correctly reflect the specific medical marijuana in transit; each recipient will also provide the dispensary with a printed receipt for the medical marijuana received.
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- All medical marijuana being transported must be packaged in shipping containers and labeled in accordance with §§ 1151.34 and 1161.28 (relating to packaging and labeling of medical marijuana; and labels and safety inserts).

- Separate copies of the transport manifest will be provided to each recipient receiving the medical marijuana product described in the transport manifest. To maintain confidentiality, a dispensary may prepare separate manifests for each recipient.

- The applicant acknowledges that, upon request, a copy of the printed transport manifest, and any printed receipts for medical marijuana being transported, will be provided to the Department or its authorized agents, law enforcement, or other Federal, State, or local government officials if necessary to perform the government officials’ functions and duties.

**PLEASE PROVIDE AN EXPLANATION OF ANY RESPONSES ABOVE THAT WERE ANSWERED AS A “NO” AND HOW YOU WILL MEET THESE REQUIREMENTS BY THE TIME THE DEPARTMENT DETERMINES YOU TO BE OPERATIONAL UNDER THE ACT AND REGULATIONS:**

N/A

**C. PLEASE DESCRIBE YOUR PLAN REGARDING THE TRANSPORTATION OF MEDICAL MARIJUANA AND MEDICAL MARIJUANA PRODUCTS. FOR EXAMPLE, EXPLAIN WHETHER YOU PLAN TO MAINTAIN YOUR OWN TRANSPORTATION OPERATION AS PART OF THE FACILITY OPERATION, OR WHETHER YOU WILL USE A THIRD-PARTY CONTRACTOR. IF YOU CHOOSE TO USE YOUR OWN TRANSPORTATION OPERATION, PLEASE PROVIDE THE NUMBER AND TYPE OF VEHICLES THAT WILL BE USED TO TRANSPORT MEDICAL MARIJUANA AND MEDICAL MARIJUANA PRODUCTS, THE TRAINING THAT WILL BE PROVIDED TO EMPLOYEES THAT WILL TRANSPORT MEDICAL MARIJUANA AND MEDICAL MARIJUANA PRODUCTS, AND ANY ADDITIONAL MEASURES YOU WILL TAKE TO PREVENT DIVERSION DURING TRANSPORT. IF YOU WILL BE USING A THIRD-PARTY CONTRACTOR FOR TRANSPORTING MEDICAL MARIJUANA AND MEDICAL MARIJUANA PRODUCTS, PLEASE EXPLAIN THE STEPS YOU WILL TAKE TO GUARANTEE THE THIRD-PARTY CONTRACTOR WILL BE COMPLIANT WITH THE TRANSPORTATION REQUIREMENTS UNDER THE ACT AND REGULATIONS:**

DOH REDACTED
Section 12 – Storage of Medical Marijuana

<table>
<thead>
<tr>
<th>A. Storage Requirements</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>By checking “Yes” to any statement, you affirm that the plan of operation will address the below statements:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>If you check “No” to any statement, you must state the reasoning for doing so at the end of this section. If issued a permit, you must be able to affirm each statement by the time the Department determines you to be operational under the Act and regulations.</td>
<td></td>
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</tr>
</tbody>
</table>

- There will be separate, locked, limited access areas for the storage of medical marijuana that is expired, damaged, deteriorated, mislabeled, contaminated,
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recalled, or whose containers or packaging have been opened or breached, until
the medical marijuana is returned to a grower/processor, destroyed or otherwise
disposed of, as required by § 1151.40 (relating to the management and disposal
of medical marijuana waste).

| • All storage areas will be maintained in a clean and orderly condition and free from infestation by insects, rodents, birds, and pests. | ☒ ☐ |
| • A separate and secure area for temporary storage of medical marijuana that is awaiting disposal will be established. | ☒ ☐ |

Please provide an explanation of any responses above that were answered as a “No” and how you will meet these requirements by the time the Department determines you to be operational under the Act and regulations:

N/A

B. Please describe your plans regarding the storage of medical marijuana and medical marijuana products within your facility:

DOH REDACTED
DOH REDACTED
Section 13 – Labeling of Medical Marijuana Products

<table>
<thead>
<tr>
<th>A. Labeling Requirements</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>By checking “Yes” to any statement, you affirm that the applicant will implement a quality control process to ensure that the label does not bear any of the following:</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
If you check “No” to any statement, you must state the reasoning for doing so at the end of this section. If issued a permit, you must be able to affirm each statement by the time the Department determines you to be operational under the Act and regulations.

<table>
<thead>
<tr>
<th>Statement</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>Any resemblance to the trademarked, characteristic or product-specialized packaging of any commercially available food or beverage product.</td>
<td>☒</td>
<td>☐</td>
</tr>
<tr>
<td>Any statement, artwork or design that could reasonably lead an individual to believe that the package contains anything other than medical marijuana.</td>
<td>☒</td>
<td>☐</td>
</tr>
<tr>
<td>Any seal, flag, crest, coat of arms, or other insignia that could reasonably mislead an individual to believe that the product has been endorsed, manufactured, or approved for use by any State, county or municipality or any agency thereof.</td>
<td>☒</td>
<td>☐</td>
</tr>
<tr>
<td>Any cartoon, color scheme, image, graphic or feature that might make the package attractive to children.</td>
<td>☒</td>
<td>☐</td>
</tr>
</tbody>
</table>

Please provide an explanation of any responses above that were answered as a “No” and how you will meet these requirements by the time the Department determines you to be operational under the Act and regulations:

N/A

B. Please describe your process for creating and monitoring the labeling used for medical marijuana products:

DOH REDACTED
DOH REDACTED
DOH REDACTED
### Section 14 – Inventory Management

<table>
<thead>
<tr>
<th>A. Electronic Tracking System</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>You acknowledge that you must use the electronic tracking system prescribed by the Department containing the requirements in section 701 of the Act (35 P.S. § 10231.701).</td>
<td>☑️</td>
<td>☐</td>
</tr>
</tbody>
</table>

You acknowledge that an electronic tracking system that is approved by the Department will be deployed to log, verify and monitor the receipt of medical marijuana product from a grower/processor, the verification of the validity of an identification card presented by a patient or caregiver, the dispensing of medical marijuana product to a patient or caregiver, the disposal of medical marijuana waste and the recall of defective medical marijuana.

<table>
<thead>
<tr>
<th>B. Inventory Management</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
</table>
By checking “Yes” to any statement, you affirm that each dispensary will maintain the following inventory data in its electronic tracking system:

If you check “No” to any statement, you must state the reasoning for doing so at the end of this section. If issued a permit, you must be able to affirm each statement by the time the Department determines you to be operational under the Act and regulations.

- Medical marijuana received from a grower/processor.
- Medical marijuana dispensed to a patient or caregiver.
- Damaged, defective, expired, or contaminated medical marijuana awaiting return to a grower/processor or awaiting disposal.
- Inventory controls and procedures will be established for the conducting of monthly inventory reviews and annual comprehensive inventories of medical marijuana at the facility.
- The written or electronic record will include the date of the inventory, a summary of the inventory findings, and the employee identification numbers and titles or positions of the individuals who conducted the inventory.

Please provide an explanation of any responses above that were answered as a “No” and how you will meet these requirements by the time the Department determines you to be operational under the Act and regulations:

N/A

C. Please describe your approach regarding the implementation of an inventory management process. This approach must also include a process that provides for the recall of medical marijuana products and the management of medical marijuana product returns from you to the originating grower/processor.

DOH REDACTED
Pennsylvania Department of Health
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DOH REDACTED
Section 15 – Diversion Prevention

A. PLEASE PROVIDE A SUMMARY OF THE PROCEDURES THAT YOU WILL IMPLEMENT AT EACH PROPOSED FACILITY FOR THE PREVENTION OF THE UNLAWFUL DIVERSION OF MEDICAL MARIJUANA AND MEDICAL MARIJUANA PRODUCTS, ALONG WITH THE PROCESS THAT WILL BE FOLLOWED WHEN EVIDENCE OF THEFT/DIVERSION IS IDENTIFIED:
Section 16 – Sanitation and Safety

A. PLEASE PROVIDE A SUMMARY OF THE INTENDED SANITATION AND SAFETY MEASURES TO BE IMPLEMENTED AT EACH PROPOSED FACILITY LISTED IN THE PERMIT APPLICATION. THESE MEASURES SHOULD COVER, BUT ARE NOT BE LIMITED TO, THE FOLLOWING: A WRITTEN PROCESS FOR CONTAMINATION PREVENTION, PEST PROTECTION PROCEDURES, MEDICAL MARIJUANA PRODUCT HANDLER RESTRICTIONS, AND HAND-WASHING FACILITIES.

Overview
The safety of the dispensary’s employees and the patients who will be consuming the medical marijuana products dispensed within the facility, is of the utmost importance to Power Plant Medicinal. The company will utilize sanitation and safety protocols and best practices commonly found in the pharmaceutical industry. Good Sanitary Practices (GSP) and Good Handling Practices (GHP) are
essential cornerstones of the planned sanitation and safety measures that will be implemented within the dispensary. Pharmaceutical industry requirements and standards will be applied in the same way they would be at a traditional pharmacy operating in the Commonwealth.

Power Plant Medicinal will be proactive and extremely thorough in training all facility employees to mitigate potential sanitation or safety risks. Working conditions will not only meet but exceed the standards established by OSHA, state, and local laws. The Chief Operations Officer will be responsible for developing and implementing strict sanitation and safety protocols, and training all employees in concerns relevant to their position. These protocols will include the establishment of a Safety Team, which will meet monthly to discuss safety concerns and perform a walkthrough of the dispensary to identify any potential hazards or unsafe conditions.

An emphasis will be placed on the regular cleaning and sanitation of all areas where products and patients, with potentially compromised immune systems, may be present. Hand sanitizers will be present in public areas, such as reception, the lobby, and the sales area, to help prevent potential exposure to illness. Employees will be required to wash their hands regularly throughout the work day, and whenever they handle money, take out the trash, perform any cleaning duties, after using the restroom, and before touching any medical marijuana products.

Power Plant Medicinal will work with the local OSHA Pennsylvania On-Site Consultation Program to verify compliance with all applicable safety/health regulations. In an effort to fully commit to the safety of its employees, it will participate in the Safety & Health Achievement Recognition Program (SHARP), which is a program small businesses may be accepted into that acknowledges their achievement as an exemplary model for worksite safety and health. SHARP has strict requirements to be accepted, including maintaining full compliance with OSHA guidelines; the implementation and maintenance of an injury and illness prevention program; and maintaining a Days Away, Restricted, or Transferred (DART) rate and Total Recordable Case (TRC) rate below the national average.

Contamination Prevention
The legal restrictions on the approved forms of medical marijuana products, established in Section 303 of the Medical Marijuana Act, prohibits raw marijuana flower from being dispensed to patients. This means that raw marijuana flower will never be present within the dispensary facility. Finished medical marijuana products will arrive at the dispensary sealed within secure containers in child-proof packaging, and will not be removed from their secure packages while on site. Since packages will arrive sealed from the producer and will not be opened while within the dispensary, there is very low potential for product contamination to occur at the facility. As such, proper storage of medical marijuana products is essential, as this would be the most likely source of product contamination within the dispensary.

Prevention will consist of a three-pronged strategy, as there are three types of potential contaminants that require unique prevention plans, strategies and equipment: (1) Biological, (2) Physical and (3) Chemical. Examples of biological contaminants include bacteria, viruses, parasites, mold and mildew.
Examples of chemical contaminants include foreign substances such as dirt, dust, glass, or metal shavings. Examples of chemical contaminants include plant cleaning compounds, sanitizing agents, and solvents.

The sanitation and safety measures that will be implemented will effectively mitigate all biological, physical, and chemical contaminant threats. The proper physical barriers, cutting edge preventative contamination technology, and thorough protocols for employees will prevent potential contaminants from entering the facility in the first place.

Facility Measures
The facility will be constructed in a way so that birds, mice, and other pests cannot enter the dispensary. If rodents and other pests become problematic the Dispensary Manager will have the authority to engage a third-party exterminator.

Proper hand-washing facilities and stations, stocked with sanitizing soap and paper towels, will be in appropriate areas throughout the dispensary, in compliance with § 1164.34 (b) (2). There will be multiple lavatories available for both visitors and employees, including an easily accessible, ADA compliant lavatory. All lavatories will be maintained in a sanitary condition and kept in good repair, in full compliance with § 1164.34 (d).

The dispensary will be equipped with appropriate storage for each type of medical marijuana product. Some medical marijuana products require refrigeration, while others are shelf stable. In order to prevent the growth of mold or bacteria, each product will be stored within the temperature range recommended by the manufacturer. Products that have been exposed to water, fire, smoke, extreme temperatures, or improper storage conditions will be disposed of and will not be dispensed to patients.

Cleaning and Maintenance
Power Plant Medicinal will regularly clean and sanitize all equipment, utensils and surfaces, in accordance with sanitization schedules outlined in company standard operating procedures (SOPs), to protect against contamination. This will ensure that the dispensary is maintained in a sanitary condition, limiting the potential for contamination or adulteration of the medical marijuana products within the facility, in compliance with § 1164.34 (d). This includes maintaining floors, walls, and ceilings in good repair and excellent condition, in compliance with § 1164.34 (a) (2). Equipment and utensils will be designed and of a material that allows for adequate cleaning and sanitization, and any equipment or utensil that touches medical marijuana will be sanitized daily and before and after each use. Secure containers used to store medical marijuana products will be emptied and sanitized weekly.

Dispensary employees will clean and sanitize all display cabinets, counter tops, and other service areas at the beginning and end of each shift, and throughout the day as needed. Before closing each night, the dispensary will be swept and vacuumed, and all (non-marijuana) trash will be placed in the exterior dumpster. Any damaged, expired, defective, or otherwise unusable medical marijuana products will be logged into the waste disposal portion of the safe, in accordance with the Waste Management Plans. Dispensary staff will ensure restrooms are kept stocked and clean. The lobby, furniture, door handles, computer keyboards, computer accessories?, and screens will all be wiped down daily.
A licensed, third-party cleaning service will be engaged to do a more thorough bi-weekly clean of the dispensary. This service will make sure all blinds are dusted, toilets are scrubbed, floors are mopped, etc. The cleaning company will be required to sign an affidavit ensuring compliance with DOH regulations and Pennsylvania law relating to medical marijuana organizations, and the cleaners will be escorted at all times within the facility. The cleaners will be subject to following Power Plant Medicinal’s Visitor Policies, including being unable to physically handle medical marijuana products at any time.

The Dispensary Manager will make sure that the dispensary is maintained in good condition and within local and state building code. Leaks, chipping paint, separated molding, and other maintenance issues provide opportunity for mold growth. In order to ensure the cleanliness of the dispensary, the Dispensary Manager will address all maintenance issues in a timely manner.

As many patient’s may have compromised immune systems, Power Plant Medicinal will make every effort to ensure the dispensaries are clean and welcoming. Employees will be trained to comprehend the potential risk to patients. As an example, they will understand if an AIDS patient gets an illness from the facility, it could be life threatening. The company will also provide hand sanitizers in public areas to help prevent potential exposure to illness.

**Waste Handling and Disposal**
All litter, waste, and trash will be promptly removed before being properly disposed of, in accordance with § 1161.34 (a) (1) so that they do not constitute a source of contamination. Power Plant Medicinal will contract with a licensed waste handler to pick up and remove the waste in accordance with the EPA and OSHA regulations. Disposal of medical marijuana waste will be recorded in detail in the facility’s Waste Disposal Log and will be performed in accordance with the Waste Management Plan.

Other types of waste, such as cardboard, paper, plastic, and glass, will be recycled appropriately. Waste is not allowed to accumulate within the facility, as it creates opportunity for contamination, and is a fire hazard. Employees will be trained to empty all trash cans at the end of each shift, and as needed throughout the shift.

**Separate Secure Designated Storage for Chemicals**
All chemicals, including cleaning compounds, sanitizing agents, and solvents, will be clearly identified, and separately and securely stored in a designated explosion and fireproof flammable storage cabinet that meets all NFPA, OSHA and FM standards, in full compliance with § 1161.34 (a) (4), and other applicable state and federal laws and regulations. A continuous piano hinge will provide smooth closure of the cabinet. A large sign will be affixed to the front of the cabinet that clearly reads in large lettering: “WARNING: FLAMMABLE MATERIALS.” This will minimize the risk of these potentially hazardous materials causing an explosion, posing a threat to the safety of employees or patients, and in any way contaminating medical marijuana products.
**Returned Product**
Similar to other retail establishments, product may occasionally be returned to the facility due to issues discovered by the patient such as, evidence of damage, incorrect product, or other issues not detected by dispensary staff. Product may also be returned to the dispensary in the event of a recall or withdrawal. It is against company policy to resell any returned product. Once the product has been opened or has left the facility, it cannot be returned to inventory and must be disposed of in accordance with the company Waste Management Plan.

**Pest Protection Procedures**
Power Plant Medicinal does not anticipate experiencing issues relating to pests, beyond that of a typical retail establishment. The building will be kept well maintained and in sanitary condition to prevent rodents, cockroaches, termites, and other pests from residing within its walls. Regular and proper cleaning and maintenance of the facility ensure that the conditions do not become hospitable to pests. As trash is attractive to most pests, employees will be trained to remove trash at the end of each shift, and throughout the day as needed, to prevent the accumulation of waste within the facility.

The dispensary will be routinely inspected for signs of pests such as droppings and physical damage. When necessary, a licensed third-party exterminator will be hired by the Dispensary Manager to address any pest issues. This exterminator will be required to sign an attestation guaranteeing all work is performed in compliance with DOH regulations. Additionally, the exterminator will be escorted at all times within the facility, and will not be allowed to physically handle any medical marijuana products.

Physical control methods include physical barriers that will be the first line of defense against pests, such as vent guards, screens, and filters. They also include the physical removal of pests that may already be present via traps or vacuuming.

Power Plant Medicinal will ensure that the area immediately outside and surrounding the dispensary is free of any pests, which could potentially enter the facility through the air or via human traffic. This will be accomplished by preventative measures, which include the removal of trees, shrubs and any dense vegetation surrounding the exterior of the facility that could potentially become a breeding ground or home for pests; and regularly applying preventative outdoor pesticide treatments, as needed seasonally.

**Medical Marijuana Handler Restrictions**
Any dispensary employee working in direct contact with medical marijuana products will remain in compliance with § 1161.34 (b). Power Plant Medicinal understands that these employees will be subject to the requirements for food handlers specified in 28 Pa. Code Ch. 27 (relating to Communicable and Noncommunicable diseases) and will conform to all required sanitary practices while on duty.
Employees will be required to (1) maintain adequate personal hygiene; (2) wear proper clothing; and (3) wash hands thoroughly in an adequate hand-washing area before starting work and at any other time when hands may have become soiled or contaminated.

**Employees Who Handle Medical Marijuana**

Only designated dispensary employees will have the permission to physically handle medical marijuana products. Permissions will be based on the employee’s required duties, and will only allow the handling of medical marijuana products in the specifically designated areas of the facility where those activities are permitted to take place, such as the sales counter, secure storage, and the unloading docks.

Employees are not allowed to bring any medical marijuana products into the public lobby area of the facility, unless they are helping a patient carry their purchased medical marijuana products out of the facility after completing a transaction.

When handling medical marijuana products, employees must wear sanitary gloves and their clean company uniform. Attire worn by staff inside the dispensary will be similar to that worn in a pharmacy. Licensed medical professionals will be permitted to wear a white lab coat over their company uniform, if they desire.

**Additional Restrictions**

Employees who feel sick or are displaying symptoms of an illness will be prohibited from working their scheduled shift, including handling any medical marijuana products or interacting with patients. In full compliance with § 27.153, any employee with the following diseases or conditions will not be permitted to handle medical marijuana, until cleared to return to work by a physician, in accordance with regulations applicable to food handlers:

1. *Amebiasis.*
2. *Enterohemorrhagic E. coli.*
3. *Shigellosis.*
4. Typhoid fever or paratyphoid fever.
5. Hepatitis A, viral hepatitis, or jaundice of unspecified etiology.
6. Persistent diarrhea.
7. Any employee with a cough combined with fever.

**Gloves**

Quality, food-grade gloves will be worn whenever employees are handling medical marijuana products, cleaning the facility, or engaged in other sensitive activities. Nitrile gloves will be utilized over latex gloves because of their chemical resistance, their tendency to visibly rip when punctured (alerting the wearer to the damage), and to prevent possible latex allergies to employees or patients consuming final products.

- Gloves are single-use only
- Gloves must be changed anytime they become soiled or damaged; they cannot just be rinsed off or washed.
- Gloves must be changed at least once every four hours.
- Touching cell phones while wearing gloves will be prohibited. Hands must be washed after using a cell phone.
- Wounds must be covered with a bandage and a glove.
- Gloves must be worn anytime dispensary employees handle medical marijuana products.
- The company will have small, medium, and large gloves available for employees to ensure that they comfortably fit the hands of all employees.

Good Handling Practices

Good Handling Practices (GHP) will be the foundation of and inform all medical marijuana product handling policies and procedures. The company’s GHP includes the proper washing of hands at designated hand-washing facilities before employees handle medical marijuana products or interact with patients. Employees who handle medical marijuana products and interact with patients during the course of their duties will be required to strictly follow all policies and procedures, which will include several basic restrictions and guidelines for employee attire, grooming, and conduct.

Employees must report to work each day in a clean uniform. Employees may not wear any torn, stained, or soiled clothing to work. Employees are required to shower before reporting for their shift, and must maintain good personal hygiene.

Hand-Washing Facilities

Beyond the requirements of § 1161.34 (c) (1), Power Plant Medicinal will ensure that all hand-washing facilities are constructed in accordance with standards commonly found in pharmaceutical production facilities and medical facilities. Proper hand-washing facilities, combined with proper hand-washing procedures, will be a key component of maintaining the necessary sanitary environment within the facility. The company will follow all of the CDC’s recommendations for hand-washing facilities.

Specifications

Power Plant Medicinal will provide adequate and convenient hand-washing facilities with running water, at a minimum of 100F and of sufficient volume and pressure to remove dirt and contaminants from hands. The company ensures that these facilities are always stocked and operational with liquid sanitizing soap, sanitary towels, single-use paper towels, and gloves. The sinks may not be blocked or obstructed by equipment that renders the sink unavailable for employee use.

Hand-washing facilities will be designated only for hand-washing purposes. The cleaning of equipment and utensils, dumping chemicals, or any other activities will be prohibited from being performed in these designated sinks. Employees will be thoroughly trained on these procedures and all designated hand-washing facilities will feature large signs that clearly read in bold lettering, “FOR HAND-WASHING ONLY.” Signs with instructions for proper hand-washing will be posted at hand-washing stations and in restrooms to encourage proper practices.
Procedures
Service sinks may not be used for handwashing as these sinks may be contaminated from disposing of mop water, chemicals, and other liquid waste.

When employees wash hands, all exposed skin up to the elbow must be scrubbed for 10-15 seconds with particular attention given to nail beds, under finger nails, in finger webs, and the thumb. Hands must be thoroughly washed in the following circumstances:

- Before putting on fresh gloves
- After the use of the bathroom
- Before and after handling any medical marijuana product
- After disposing of any waste, dirty surface, or taking out the garbage
- After touching hair, face, body, clothes, or apron
- After sneezing, coughing, or using a tissue
- After handling any chemicals
- After eating, drinking, smoking, chewing gum, or chewing tobacco
- After handling money
- After touching service animals

Inspection Schedules
The Dispensary Manager will schedule routine and surprise Inspections. These inspections will include all operational areas of the facility and all equipment such as balances, scales, receiving bay doors, and security equipment. These inspections will ensure that the facility, and its equipment, are being properly cleaned, maintained, and accurately calibrated.

Power Plant Medicinal will maintain a log recording the maintenance, cleaning, and calibration of each piece of equipment. Additionally, a cleaning log will be maintained and inspected for sensitive areas of the dispensary, such as the storage areas, and the restrooms. This comprehensive history of the facility’s equipment will not only ensure total compliance, but it will also provide the company with valuable data to enhance efficiency, maintain safety, and ensure consistent operability.

Safety Team
The Safety Team will be comprised of a representative individual from each department, as well as each level (Executive Level, Management Level, Hourly Level) in order to maintain adequate representation of the entire Power Plant Medicinal team. The Safety Team will meet regularly to discuss safety concerns within the facility and methods for improving safety. An anonymous suggestion box will be available in the dispensary where employees can submit suggestions and concerns to the Safety Team. The team will review each submission in the suggestion box at their next regularly scheduled meeting.

At least once per month the Safety Team will conduct a thorough inspection of the dispensary, looking for potential trip hazards, improperly stored chemicals, improperly stored products, and other safety concerns. A report of their findings and recommendations will be drafted after each inspection and submitted to the Compliance Officer and Chief Operations Officer who will implement changes to policy and protocol as indicated.
Levels of Inspections
There will be three levels of inspections: (1) internal inspections, (2) private contractor inspections and (3) state level inspections.

Internal inspections will be conducted on a routine and unannounced basis in order to verify the cleanliness of the dispensary, as well as the safe and proper functioning of facility equipment. They will be conducted by the Compliance Officer, as well as the inspections completed monthly by the Safety Team.

Inspections by privately contracted third-party expert inspectors will ensure that all equipment is always functioning properly and accurately. These expert inspections will be performed in accordance with manufacturer guidelines, along with appropriate calibration and maintenance. These inspectors will be escorted by a designated staff member while on-site, and will not be permitted to touch any medical marijuana products.

State regulators will conduct inspections of the dispensary, as required by law. Power Plant Medicinal and its employees will comply with all state conducted inspections, and make every effort to aid in maintaining full transparency during these announced and unannounced inspections.

Frequency of Inspections
Inspections will be conducted daily, weekly, monthly and quarterly, as necessary for each specific piece of equipment. The company will follow all equipment manufacturer recommendations for the required frequency of cleaning, maintenance, calibration, and inspections. Announced building and fire inspections will be conducted quarterly, with unannounced inspections conducted randomly.

Calibrating Instruments
Instruments such as balances and scales will be calibrated in accordance with the manufacturers recommendations, with records maintained.

Procedure
Inspections will be conducted routinely as part of daily operating procedures and all employees responsible for the utilization of operational equipment will be trained on the proper sanitization and upkeep of the equipment being used. Management will keep, in an organized portfolio, all operational equipment manuals, instruction sheets, operational procedures, and manufacturer’s recommendations as to provide employees resources for the successful operation of all equipment.

Inventory Inspections
In addition to facility inspections, employees will regularly conduct inventory inspections. When performing regularly scheduled inventory audit procedures, employees will also inspect products for signs of damage such as water damage, pest damage, and improper storage conditions, and will check expiration dates to ensure that no compromised product is dispensed. Any damaged or expired product will be removed from inventory and disposed of in accordance with the company Waste Management
Plan. The seed-to-sale inventory management system will alert dispensary staff of products nearing the expiration date, however inspections will provide a second layer of defense by double checking expiration dates manually.

**General Safety**

**Training**

Power Plant Medicinal will enforce strict Standard Operating Procedures (SOPs) to ensure personal and environmental safety. Training of SOPs will be stringent, and employees must pass tests and supervisor assessments prior to being authorized to perform any task within the dispensary. Once authorized to perform the task, the employee must have a digital or print version of the most current SOP in front of them each time they perform the task to ensure no step is missed. Annual assessments will be conducted to recertify the employee in each task.

**Safety Data Sheets**

Power Plant Medicinal will follow all regulations and guidelines set by the Occupation Safety and Health Administration (OSHA). Safety Data Sheets (SDS) will be onsite and easily accessible for all chemicals found within the facility. The Safety Team will inspect the SDS sheets to ensure they are up to date and easily accessible at each monthly inspection.

**Emergency Situations**

Several emergency situations are possible within the dispensary facility that may constitute a risk to the safety of dispensary employees or patients. These emergencies may be related to extreme weather, fire, medical emergencies, robberies, or other unforeseen incidents. Power Plant Medicinal has developed detailed SOPs for the management of most emergency situations, in order to help guide employees through the emergency and ensure that the health and safety of company patients and employees is continually a top priority. In the event of an emergency, emergency responders such as firefighters and EMTs are not required to follow the company Visitor Policy, and will be provided unhindered access to any area of the facility necessary to perform their duties. As soon as practicable, employees will contact management to inform them of the emergency situation.

In Pennsylvania, emergency situations due to blizzard conditions are common. In the event of a severe blizzard, employees are not required to report to work if driving conditions would pose a risk to their personal safety. If the dispensary is already open for business when winter conditions strike, employees will be required to shovel accumulated snow and put down ice melt on sidewalks and in the parking lot, to ensure no patient is at risk to slip and fall.

In the event of a fire, employees should activate pull down fire alarms, panic alarms, or utilize any other method to alert building occupants of the fire. The building must be evacuated immediately. If appropriately trained in fire extinguisher use, employees may attempt to extinguish the fire. If possible, without endangering their personal safety, employees should assist patients in evacuation, with particular attention given to disabled or elderly patients. Once outside at the designated meeting spot,
employees should call 911 for assistance.

Due to the fragile health status of Power Plant Medicinal’s patients, medical emergencies may occur. In the event that a patient experiences a seizure, or other emergent event within the dispensary, employees must immediately call 911 and follow all instructions issued by the dispatcher. The company will support employees who wish to become CPR and first-aid certified by providing time off and assisting with tuition.

Section 17 – Recordkeeping

A. PLEASE PROVIDE A SUMMARY OF YOUR RECORDKEEPING PLAN AT EACH PROPOSED FACILITY LISTED IN THE PERMIT APPLICATION. THIS PLAN SHOULD COVER, BUT IS NOT LIMITED TO, RECORDS OF INVENTORY AND ALL DISPENSING TRANSACTIONS:

Overview

The principal officers will implement a thorough recordkeeping plan to maintain the integrity of the Medical Marijuana Program and comply with all local, state and Federal regulations. As a prospective medical marijuana organization, Power Plant Medicinal is focused on establishing stringent recordkeeping protocols that ensure data acquired by all data gathering, logging and tracking systems are responsibly and accurately maintained. Additionally, inventory protocol, electronic tracking system use, equipment maintenance, and other extensive business records will be created and kept to comply with DOH, OSHA and local regulations.

The inventory protocols will require all inventories and inventory audit records to be retained as part of recordkeeping policies and to ensure oversight of facility management and personnel, in compliance with § 1161.32, Inventory Data. As part of this comprehensive recordkeeping plan, Power Plant Medicinal will also have additional specific systems in place to record and track critical business operations, administrative and compliance actions, including:

1) Accounting data
2) Advertising
3) Approved vendors
4) Criminal and policy violation investigations
5) Employment data, including background checks and employee training
6) Regulatory Inspections
7) Standard operating procedures, including updates and accessibility
8) Voluntary and mandatory recalls data
9) Waste management

Keeping complete, detailed, organized records of inventory and all dispensing transactions is critical to ensuring that patients receive the highest quality medicine in its purest forms, as directed by the patient certification. A summary of Power Plant Medicinal’s recordkeeping procedures relating to different business operations, administrative and compliance activities are outlined in the following sections of the plan.

**Dispensary Operations**

The proposed dispensary will act as a critical link between patients and caregivers and the grower/processors that produce medical marijuana products in approved forms. With an emphasis on the importance of keeping thorough, detailed records, employees will be trained to perform a host of inventory management tasks during each regularly-scheduled shift. In conjunction with the recordkeeping tasks that are part of inventory management, detailed inventory procedures are further described in Power Plant Medicinal’s inventory management plan submitted as part of this dispensary permit application.

**Business Management Platform**

Power Plant Medicinal will utilize industry specific tracking software with bank-level encryption to comprehensively manage all inventory. The system will efficiently track every product within the dispensary, both in active form and in back stock, as purchase orders and sales, as well as medical marijuana waste or recalled products scheduled for return to grower/processors. Active inventory will be the limited portion of inventory that stocks and replenishes the sales floor and back stock will be the remaining, static inventory in the secure storage area, which is only transferred to the active inventory when active totals are depleted.

The business management platform will also serve as Power Plant Medicinal’s system for recording inventory sales. The platform will allow the company to monitor, in real time, inventory levels and movement, along with sales totals and patient counts. The platform will allow authorized employees to track the purchasing habits of clients and accurately predict demand. This tool will be effective for forecasting inventory needs, as it will allow the manager to analyze historical purchase data and inventory trends. Business management platform data and records will primarily be stored electronically and be subject to electronic backup requirements. However, employees will be required to adhere to the same recordkeeping policies and procedures for printed, hand-written or other analog records.
Business management platforms will communicate with the electronic system and relevant files will be accessible via download/upload to and from each network. Inventory levels will be accurately reflected in the electronic tracking system, business management platforms, and in physical count. These metrics will be analyzed and adjusted by Company management based on regularly scheduled audits, including daily, weekly, monthly, quarterly, and annual reviews.

**Medical Marijuana Product Inventory Records**

The most important aspect of dispensary operations related to recordkeeping is accurate inventory records. Through employee training, the company will create a thorough understanding of both the electronic tracking system and business management platform. By preparing employees to input accurate data daily, Power Plant Medicinal can ensure the tracking system and business management platforms match and reflect the correct acquisitions, sales, waste and losses.

Medical marijuana products will be received and entered into inventory in the electronic tracking system and business management platforms as a lot, batch or grouping of products. Then, the items will be placed into a product storage bin/container, similar to the one shown in Figure 1, and identified as back stock or ready-for-sale, active inventory. Only active inventory batches, lots or groups will be used to fulfill orders from patients and caregivers.

![Figure 7 - Example Product Storage Bin w/RFID Barcode, Image Courtesy of Globalindustrial.com](image)

**Medical Marijuana Inventory Auditing (Active Inventory)**

Sellable inventory will be divided into two separate types: active and back stock. Active inventory is the inventory that will be utilized to stock the sales floor and back stock will be the items that remain static in storage until active inventory is depleted and requires re-stocking. Inventory procedures will require that active inventory be counted on a daily basis. To ensure efficacy and accuracy, procedures will require management to conduct monthly inventory reviews and quarterly comprehensive inventories of medical marijuana products at the facility. Daily inventory counts of active inventory will not be conducted during business hours, so they can be taken at a time when no inventory is being removed or added to the electronic tracking system, business management platforms, or physical allotments.

Daily active inventory counts will be conducted as part of dispensary closing procedures. Active inventory will be counted and compared to digital records in the electronic tracking system and business management platforms. Reconciliations of inventory will be conducted under the supervision and authorization of Company management. Should the counts reflect a discrepancy, inventory
reconciliations will reflect the reason for the inventory adjustment. If there is evidence of unlawful product diversion, management will be notified and the issue will be reported to the Department and the authorities, as required by regulation. Operating procedures will include extraordinary precautions to prevent unlawful product diversion. Records related to diversion investigations are referenced in the criminal and policy violation investigation section of Compliance Recordkeeping, included in this recordkeeping plan.

**Medical Marijuana Inventory Auditing (Back Stock Inventory)**

Back stock inventory counts will be conducted weekly, and reports will be generated that reflect accurate digital and physical amounts of each medical marijuana product within the facility. Back stock inventory will be static throughout the day, and handled only by authorized employees when active inventory is depleted. Static inventory may be counted during business hours and reports may be generated while active inventory is dispensed. Regular reviews of inventory will be conducted to verify that actual physical inventory is consistent with the digital inventory reflected in the electronic tracking system and business management platforms. Every medical marijuana product will be stored in a manner that ensures that it may be counted daily.

Power Plant Medicinal will create and maintain written and electronic records of all inventories. Records will include the date of the inventory, a summary of the inventory findings, and the employee identification numbers and titles or positions of the individuals who conducted the inventory review. To ensure the proper management of inventory, all items that enter and leave Company facilities will be tracked, monitored and systematically arranged within limited access areas (LAA).

Items that will be dispensed to patients and require monitoring are outlined in §1151.28, Forms of Medical Marijuana, and will be detailed in standard operating procedures. Items that will be counted and included in regularly-scheduled inventory reviews include, pills, oils, cartridges, tinctures, topical gels, creams and ointments, liquids, and any medical marijuana product that a doctor may find medically appropriate for administration by vaporization or nebulization. Inventory logs will be used to gather data and inputs will be entered into the electronic tracking system. Employees will adhere to strict chain of custody procedures and the storage of medical marijuana will remain under constant, twenty-four (24) hour surveillance, as described in Power Plant Medicinal’s security and storage plans.

*Figure 8 - Example Inventory Audit, Image Courtesy of Shutterstock.com*
**Recordkeeping During Dispensing**

At all times, Power Plant Medicinal will comply with applicable laws and regulations governing recordkeeping during dispensing, including § 1161.32, Inventory Data, and § 1161.23, Dispensing Medical Marijuana, of the Department rules.

During the dispensing of medical marijuana, a receipt will be produced that includes all information required by the Department to include:

1. Name, Address and Identification Number of Dispensary
2. Name and Address of patient or caregiver
3. Date of dispensing
4. Medical practitioner’s requirement or limitation on the form of medical marijuana
5. Form and quantity of medical marijuana products dispensed

**Updating Patient Certifications**

Each patient or caregiver will be required to adhere to the patient certification filed in the electronic tracking system, with regard to form and 30-day supply quantity. Employees will be required to verify the certification and if the practitioner has not set forth recommendations, requirements or limitations for the form or dosage of medical marijuana, they will ensure the patient or caregiver consults with the on-site physician or pharmacist (physician’s assistant or certified registered nurse practitioner, if 2nd or 3rd location), prior to dispensing. Upon completion of the consultation, employees will be required to update the patient certification within the electronic tracking system. Patient certification details will not be stored in the business management platform.

**Patient Certification Destruction**

Employees will be trained to refrain from entering patient certification details in the business management platform and to destroy any printed or electronic copy of a patient certification used during dispensing, in compliance with § 1161.23, Dispensing Medical Marijuana. Any employee found to be in violation of this policy or regulation will be subject to disciplinary action, up to and including termination.

**Receipt and Sale of Medical Marijuana**

All medical marijuana will be tracked and monitored in the electronic tracking system and by physical inventory audits. Each activity associated with any medical marijuana or medical marijuana product will include a digital time, date, and location stamp within the Business Management Platform. This timestamp will be used to produce a receipt that may be printed and made available to the DOH, law enforcement, and Company management. Data reflected on platform receipts will also be used to produce transport manifests as required by § 1161.36, Transport Manifests. Included in auditing procedures is the accurate documentation of transportation dates, approximate times of departure/arrival, transport vehicle specification, delivery route information and other data that may pertain to the successful tracking and monitoring of Company inventory.

Inventory procedures will also include the counting, storage, and facilitating of funds transferred to and from Power Plant Medicinal. Funds will be managed by employees trained to receive, deliver, count, sort, document, and securely store cash, checks, and other methods of payment. Money will be accounted for and recorded via multilevel auditing and secure accounting procedures. Funds will be counted and temporarily stored in lockable bank bags in the safe or vault area of the facility, until the
funds are safely transferred to the next individual, as defined in currency chain of custody procedures. Funds used for the purchase of marijuana products will be linked to specific items, lots, and batches within business management platforms.

The purchase and sale of medical marijuana products will be reflected in business management platforms and the electronic tracking system and will clearly demonstrate the exact products sold, the price of the items, methods of payment, and account details of other medical marijuana organizations where funds were received or paid. Receipts of purchases and sales will be made readily available to medical marijuana organizations, law enforcement officials and the DOH. Receipts will be observed for their accurate reflection of the transfer of medical marijuana products and funds as part of daily sales and inventory reports.

**Recordkeeping of Transport**

Power Plant Medicinal will keep detailed records of all transport of medical marijuana and marijuana infused products, including:

- Transport Manifests
- Receipts
- Invoices
- Bills of Lading
- Shipping Invoices
- Packing Slips or any other shipping documents

Copies of documents will be easily accessible to local, state and Federal regulators, as well as employees designated as document auditors. Documents will not be easily accessible to employees who are not document auditors, unless they require access for the completion of job duties in their official capacity.

**Transportation Manifests**

All transfers of medical marijuana products to and from the dispensary will be accompanied by transportation manifests that detail the credentials of individuals shipping and/or receiving medical marijuana. The specific details required by the DOH are outlined in §1161.36, Transport Manifests. Required data will be entered into the electronic tracking system, business management platforms, and will represent exact contents of deliveries and returns of recalled product to grower/processor facilities. Original or copies of transportation manifests will be kept on file for a minimum of four years and made available to the DOH to aid any regulatory compliance action.

**Administration**

Power Plant Medicinal will maintain detailed, accurate business records capturing day-to-day administration of grower/processor facility operations. In addition to cultivation and processing

**Electronic Records Backup**

All electronic records will have a back-up system maintained by a third-party data center that is a tier 3 or tier 4 facility, ensuring vital information is never permanently lost, compromised or destroyed. The ability to restore data following an outage, computer or equipment failure will enable to Power Plant Medicinal to seamlessly maintain compliant recordkeeping of facility operations. Archives of physical records will also be maintained.
Accounting Data
Power Plant Medicinal is committed to the transparency of accounting data and adhering to Generally Accepted Accounting Principles (GAAP) in financial reporting. To achieve this goal, the company will contract with a certified public accountant (CPA) or employ a CPA and/or qualified accounting professionals to manage company financial information and reporting. All financial records will be maintained on secure, internal computer networks and be duplicated using the electronic records backup system, ensuring Power Plant Medicinal will never experience a catastrophic loss of financial data.

Approved vendors
Sourcing the most qualified and effective vendors to service Power Plant Medicinal in all aspects of operations, especially facility and equipment maintenance, is imperative to successfully serving the patients of the Commonwealth. Accounting personnel and management will coordinate to ensure that the company maintains a current and frequently-updated list of approved vendors that have been vetted by providing Power Plant Medicinal with a completed IRS Form W-9, Request for Taxpayer Identification Number and Certification, complete contact and payment information, as well as a designated point of contact. Only owners, principals and designated employees will be permitted to enter into business contracts on behalf of Power Plant Medicinal. They will be required to ensure vendors register with the company and are designated as an approved vendor, prior to providing goods or services. Completed vendor records, W-9 forms and all other accounting records will be maintained by accounting personnel in compliance with IRS and any other regulatory requirements.

A list of approved vendors will be kept on site for easy reference by the Dispensary Manager and management personnel. This list will include, but is not limited to, the following vendor types:

- Medical Marijuana Transport
- Waste Disposal
- Pest Management
- Alarm & Surveillance System Service & Repair
- Security Firm
- IT Firm
- Software Technical Support
- Facility Services
- Electrical
- Floor Care
- HVAC
- Landscaping
Advertising Records
Power Plant Medicinal will provide all proposed advertising and/or marketing materials to the DOH for approval, prior to publication or distribution to medical marijuana organizations. Copies of approved advertisements, marketing plans, etc. will be retained on file for a period no less than four years, mimicking other records retention requirements.

Employee Records
Detailed and rigorous recordkeeping of employee records is important to any business and Power Plant Medicinal values the need for strict employee record protocols. The human resources department or a designated employee will be required to maintain accurate personnel records for each employee. Such records must be maintained for at least four years and include:

1. All materials submitted to the Department;
2. Completed IRS W-4 Form;
3. A copy of their Employee ID;
4. Documentation of verification of references;
5. The job description or employment contract that includes a description of duties, authority, responsibilities, qualifications, and supervision;
6. Documentation of all training received by the employee and the signed statement of the employee indicating the date, time, and place the training was received and the topics discussed, including the name and title of presenters;
7. Records of any relevant professional licensure issued by a regulatory agency and verification of education requirements for licensure;
8. Documentation of periodic performance evaluations; and

Organizational Charts and Job Descriptions
Power Plant Medicinal will maintain a current organizational chart and job description for each employee and volunteer position, including advisory board members. Job descriptions will be reviewed at least annually for revision of essential duties and responsibilities and will be updated anytime a fundamental change is made to the role.

Background Check/Investigation Information
All prospective employees will undergo a thorough background check and investigation to determine their fitness for a position with Power Plant Medicinal within the dispensary facility. Findings of background checks and investigations will be retained, as part of the confidential employee file maintained by the human resources department, during active employment. Upon separation,
employee files will be archived and retained for a period no less than four years to align with all other records retention requirements set forth by the DOH.

**Compensation Records**
The human resources department or a designated employee will maintain records documenting the salary and wages paid to each employee, stipend paid to each executive manager, and any executive compensation, bonus, benefit, or item of value paid to any individual affiliated with Power Plant Medicinal, including executive managers. These confidential records will be maintained for a period no less than four years.

**Employee Training Records**
Power Plant Medicinal will utilize a Knowledge/Learning Management System (KMS or LMS) to facilitate, track, and monitor employee training in compliance with § 1141.48, Training. In addition to training, this information will be used to promote and discipline employees, based on demonstrated competencies related to medical marijuana dispensing. Employees may be regularly tested for thorough understanding of regulatory compliance topics, including the Medical Marijuana Program rules, DOH regulations, OSHA and other federal agency compliance. Employees will also be trained and expected to demonstrate competencies related to compliance with company policies, standard operating procedures and facility management protocols.

(c) As required under the act, a physician, a pharmacist, a physician assistant or a certified registered nurse practitioner shall, prior to assuming any duties at a facility, successfully complete a 4-hour training course developed by the Department. The course must provide instruction in the latest scientific research on medical marijuana, including the risks and benefits of medical marijuana, and other information deemed necessary by the Department.

**License Verification & Monitoring**
In compliance with § 1161.25, Licensed Medical Professionals At Facility, Power Plant Medicinal will employ physicians, pharmacists, physician’s assistants or certified registered nurse practitioners. As it relates to recordkeeping, the company will verify the license of all medical professionals, upon hire, through the Pennsylvania Department of State, Bureau of Professional and Occupational Affairs (BPOA) online system (Pennsylvania Licensing System Verification service, [https://www.pals.pa.gov](https://www.pals.pa.gov)). During employment, Power Plant Medicinal will monitor medical professional licensure every 6 months and terminate any employee who does not hold an active license in good standing.

**Insurance Records**
Power Plant Medicinal will maintain liability insurance in amounts as required by the DOH and will retain certificates of insurance and other policy records. Maintaining an active workers’ compensation insurance policy is important to protecting the health and safety of employees in the Commonwealth. The company will retain certificates of insurance and other policy records for no less than four years, or the duration required by law.
Compliance Recordkeeping
Whether records are maintained for the DOH, OSHA, EPA, or another regulatory agency, all compliance records will be kept in the same detailed, organized manner. This ensures records are easily accessible for operations, inspections or investigations.

Regulatory Inspections
Ensuring that patients and caregivers in the Commonwealth receive high quality, pure forms of medical marijuana products is dependent upon a plethora of regulatory inspections that will take place from the time a permit is issued to Power Plant Medicinal, until operations commence and are regularly following commencement of operations. Power Plant Medicinal will retain inspection records, regulatory agency recommendations and records supporting resolution of any warnings or violations for a period no less than four years.

OSHA Records
Compliance with OSHA regulations ensures that employees are protected from harm, injury or death in the workplace. Power Plant Medicinal is committed to meeting and where possible, exceeding, OSHA requirements. The OSHA 300 log (Log of Work-Related Injury and Illness) is the primary OSHA compliance document. The human resources department will be responsible for completion of the log and ensuring that it is conspicuously posted in all facilities for employee inspection. In addition to the OSHA 300 log, the company will maintain compliance records for all applicable OSHA industry standards, including some of the most commonly accessed standards. These include:

- Bloodborne Pathogens – 1910.1030
- Hazard Communication – 1910.1200
- Hazardous Waste Operations and Emergency Response – 1910.120
- Lockout/Tagout – 1910.147
- Personal Protective Equipment – 1910.132
- Respiratory Protection – 1910.134

Local Fire & Zoning Records
Power Plant Medicinal will coordinate with the local fire department and zoning office to retain all permit application materials, issued permits, inspection records and any other pertinent local fire department and zoning documents, as part of the recordkeeping plan. Records may also include architectural and mechanical drawings or renderings, site maps or plans, and engineering reports or certifications.

DOH Records
Employees will be trained to adhere to all company recordkeeping protocols, with emphasis on DOH recordkeeping requirements. The Operations section at the beginning of this document included a summary of DOH-required inventory and dispensing transaction recordkeeping. Beyond inventory and dispensing transaction records, Power Plant Medicinal will maintain and retain records in compliance with all other DOH rules, as summarized in the following subsections.

Department of Health Reports (Annual & Quarterly)
Providing the DOH with accurate inventory and sales summaries enables the agency to publish it on the department’s public website. As required by DOH Section 701 of the Act (35 P.S. § 10231.701), the Dispensary Manager or another designated employee will prepare a report within one year of the issuance of Power Plant Medicinal’s permit and quarterly thereafter, to include the following summary:

5) Amount of medical marijuana purchased by the dispensary during the period for which the report is being submitted
6) Per-dose price of medical marijuana purchased by the dispensary, in a unit of measurement as determined by the DOH
7) Per-dose price of an amount of medical marijuana dispensed to a patient or caregiver by the dispensary, in a unit of measurement as determined by the DOH

These reports will be compiled with information from the business management platforms, the electronic tracking system and any other records kept as part of the company’s recordkeeping plan.

**Facility Maintenance, Cleaning & Sanitation Logs**
Dispensary facility maintenance, cleaning and sanitation will comply with § 1161.29, Plans of Operation, and be based on the procedures outlined in the sanitation and safety plan provided with this application. Dispensary employees will conduct regularly scheduled maintenance and cleaning of the storage area, to ensure that it is properly maintained and kept in a clean and orderly condition, free from infestation by insects, rodents, birds and any pests, as required by § 1161.33 (b), Storage Requirements. A manager with appropriate clearance will provide access to the room and supervise employees as they perform all necessary maintenance and cleaning of the storage space. Cleaning and Sanitation logs will be kept in compliance with records retention requirements from the Department and will be maintained on file for four years.

**Voluntary and mandatory recall data**
For all voluntary and mandatory recalls, records will be kept for a period no less than four years and will include Medical Marijuana Product Recall Forms and any correspondence from the DOH, grower/processor facilities and/or other medical marijuana organizations related to recalls. Employees will be trained to appropriately identify, isolate, and secure any product subject to recall. Information necessary to properly execute recall procedures in the dispensary, must be provided by the grower/processor’s Recall Coordinator and will include the following:

- Compliance Office (acting as Recall Coordinator) Name & ID
- Effective Date and Time of Recall
- Product Type/Form
- Product Name (If applicable)
- Total amount of recalled product per Harvest Batch, Harvest Lot or Process Lot
- Reason for the recall
- Information about whether the recall is voluntary or mandatory
- Information about whether the product poses a health risk
- Date and Time Recall Reported to the DOH (If voluntary)
- Date and Time Recall Made Public (If voluntary or mandatory)
- Return or Disposal Instructions
Power Plant Medicinal will quickly identify affected medical marijuana products, when the Dispensary Manager is notified of a recall. Immediately upon notification, the Compliance Officer will gather critical data pieces. This data includes affected types, forms, batches and lots of medical marijuana, as well as the total amount of affected medical marijuana returned, how it was received, when and by what means of transport. Employees will be trained to be aware of a spectrum of pests and potentially hazardous equipment and materials that may influence a recall.

Recall Statements and Press Releases
Power Plant Medicinal will broadcast recall statements and press releases that describe the scope of a recall and any potential health risks associated with consuming recalled medical marijuana products. Copies of recall statements and press releases will be retained for future reference, for a minimum of four years.

Waste Logs
Medical marijuana products awaiting disposal will be documented, counted/weighed, and cataloged into business management platforms and the electronic tracking system. All medical marijuana products will be accounted for in both digital and physical logs that reflect the reason for disposal, before it is destroyed and properly disposed. Company waste management procedures will instruct employees on the safe and compliant handling of medical marijuana waste and all employees will be required to adhere to the regulations prescribed in §1151.40, Management and Disposal of Medical Marijuana Waste.

All waste will be securely stored in a manner that prevents unauthorized access and unlawful product diversion. Employees will be required to log all waste created during the handling, dispensing and storage of medical marijuana products on the Waste Log, store it securely in the designated waste receptacle and immediately notify management or security personnel of any observable tampering or company waste policy violations. The waste logs will be archived for a minimum of four years.

Additional DOH Records and Logs
In addition to the records highlighted in this DOH Records section, Power Plant Medicinal will ensure the following records and logs are kept and maintained for no less than four years to comply with DOH rules:

- Criminal and policy violation investigation findings, reports and evidence
- Security & Surveillance System Records
- Standard Operating Procedures
- Surveillance Room Access Log
- Surveillance System Access Log
- Monthly Maintenance Inspections
- Transportation Manifests
- Visitor’s Log

Information & Recordkeeping Security Incidents
The Director of Security will investigate any reports or notification of recordkeeping misconduct, DOH regulation or policy violations. Any loss or unauthorized alteration of company records discovered or suspected by any employee must be reported to the Director of Security immediately. The Director of
Security must report such incidents to the Department and law enforcement as necessary. Upon discovery of a records security breach, the Director of Security must review all recordkeeping and security policies to identify deficiencies and necessary corrective measures. The Director of Security may engage the service of a third-party data security expert, as needed. The alteration, falsification, loss or misplacement of records, failure to complete records/logs, gross inaccuracies, negligence or other errors of records will be considered policy violations and will not be tolerated. Employees will be investigated and disciplined, terminated and/or prosecuted, based upon investigation findings.

Conclusion
Throughout this comprehensive recordkeeping plan, Power Plant Medicinal has provided a summary of procedures and strict protocols for the maintenance of records and documents that it will implement at the proposed dispensary facility. These protocols will ensure that all medical marijuana inventory and dispensing is thoroughly monitored, recorded and regulated in compliance with all DOH, local and federal regulations.

In addition to Power Plant Medicinal’s legal obligation to maintain records of operations information, employees have a responsibility to ensure true and correct records are maintained in a timely and organized manner, which will provide real-time operating information to management. Such information included in business records is necessary to make quick and informed decisions in the normal course of business and to meet all regulatory requirements for recordkeeping and operations.

Part E – Applicant Organization, Ownership, Capital and Tax Status
(Scoring Method: 150 Points)

SECTION 18 – ORGANIZATIONAL STRUCTURE

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<td>☐ Non-Profit Organization</td>
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<table>
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<td>State of Incorporation or Registration: Pennsylvania</td>
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<table>
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<td>---------------------------</td>
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<tr>
<td><strong>PA Department of Revenue Tax number (if applicant is currently doing business in Pennsylvania):</strong></td>
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The applicant affirms that workers’ compensation insurance will be obtained by the time the Department determines you to be operational under the Act and regulations. ☒ Yes ☐ No

**SECTION 19 – BUSINESS HISTORY AND CAPACITY TO OPERATE**

Describe your business history and your ability and plan to maintain a successful and financially sustainable operation:
Power Plant Medicinal, Inc. (PPM) is a Pennsylvania corporation founded in 2016, as a new venture of well-established community natives, the Pollock family. Led by family matriarch Mrs. Marion Pollock, a life-long resident of northeastern Pennsylvania, the company desires to revitalize a waning energy sector by utilizing existing infrastructure and repurposing it for benefit in producing high-quality, approved forms of medical marijuana as part of the new Medical Marijuana Program. In compliance with the Act, PPM is committed to producing medical marijuana products in the northcentral region and dispensing medicine to patients and caregivers, while championing environmental stewardship and rejuvenating the local economy.

As multi-generational business owners and operators throughout the Susquehanna Valley and Poconos, the principals of PPM desire to introduce new industry and revenue to Northumberland County, as well as protect its rich natural attributes, including waterways for fishing and boating, and
forests for hunting and wildlife observation. Protecting and preserving the agricultural and natural heritage of the region is critical to leaving a legacy of successful business operations, including the introduction of the Medical Marijuana Program in the area.

To ensure the best possibility for success in this new industry, PPM has partnered with Canna Advisors to provide expertise related to medical marijuana business operations. Canna Advisors is exceptionally qualified to aid PPM in establishing the proposed dispensary locations, assist with the development of operations policies and procedures, to ensure effective implementation of the Medical Marijuana Program.

One unique feature that sets Power Plant apart from other applicants is its business model, which will tap experienced medical cannabis industry professionals from other markets to assist with the management and strategic direction of the company’s facilities. Combining Power Plant’s local roots and business acumen with the valuable, applicable expertise of industry operators will ensure the company will provide a professional dispensary environment to patients and caregivers, where they can purchase precisely-formulated medical marijuana products for therapeutic benefit.

Power Plant is exceptionally qualified to help usher in this new industry in Pennsylvania. Based on the aggregate skills of the executive team, which are further outlined in later sections, Power Plant is poised for success in Pennsylvania by applying existing, relatable knowledge to establish benchmarks for excellence in business operations. In addition to exemplary business qualifications, the Power Plant executive team has a long-standing history of community participation and charitable activity throughout northcentral and northeastern Pennsylvania.

**Business History & Executive Team**

With business ownership dating back to the 1960s in the Susquehanna Valley, Ms. Pollock and her husband Kenneth L Pollock, invested in the community to build a network of businesses that would sustain their family and the area for generations to follow. Now, his legacy will be applied to the use of the Mt. Carmel Cogen, Inc. power plant in Mount Carmel Township to provide water, electricity, and carbon dioxide, which will be used to produce medical marijuana at the PPM grower/processor facility. Using the Commonwealth’s coal mining traditions and infrastructure, PPM was founded on the idea that the past could fuel the future of Pennsylvania and its citizens. Introducing 60 or more jobs to the existing 50 jobs, nine of them held by veterans, currently provided by the power plant, PPM will employ a diverse workforce of community members, including veterans and women with high-paying positions that will be stable and provide opportunities for professional growth and development.

The proposed grower/processor facility will be built next to the power plant, which will convert coal waste or culm into usable forms of energy to grow and process medical marijuana, in compliance with the Act. With PPM applying for permits to operate both the grower/processor and dispensary facilities, the company can capitalize on the environmental stewardship efforts of the grower/processor by providing more cost-effective products to patients and caregivers in the dispensary. The spirit of environmental stewardship is not the only important value to the company. PPM is also dedicated to charitable contributions to local communities, actively participating in community events and creating a diverse workforce.
Since the company’s establishment, the principals and financial backers have coordinated to raise $3 million for startup expenses and to ensure the company’s ability to plan and maintain a successful and financially sustainable medical marijuana dispensary facility, beyond implementation and for many years. In compliance with § 1141.29. Initial permit application, of the Department of Health (DOH) rules, the company will articulate the remarkable experience of individuals in essential roles, who have operated and supported successful for-profit and nonprofit organizations. The PPM executive team will demonstrate its ability to make positive contributions to the Pennsylvania Medical Marijuana Program through describing the experience and skills of team members in later sections and providing support for PPM’s outstanding capacity to operate a successful and compliant medical marijuana dispensary facility.

President – Marion Pollock

With strong ties to the Commonwealth, Mrs. Pollock is a life-long resident of northeastern Pennsylvania. She was tasked with carrying on her late husband’s legacy and upon his death, she took on a hands-on approach to daily operations across the family’s portfolio of businesses. She is equipped with the business experience, financial support and management acumen to develop PPM into a foremost dispensary facility in the northcentral region.

As a principal, financial backer and board member of the following list of businesses, Mrs. Pollock has more than half a century of experience preparing her for the role of President of PPM. They include:

- Mt. Carmel Cogen, Inc.
- Ken Pollock Nissan
- Ken Pollock Volvo
- Ken Pollock Alfa Romeo
- Ken Pollock Ford Lincoln
- Nationwide Car Sales
- HUD, INC., Mining Industry
- Huntsville Processors LTD
- Ken Pollock Inc.
- Interoastal Management Inc.
- Top of the 80s Restaurant
- Pollock’s BBQ
- P&R Brokerage
- Huntsville Limited Partnership
- Heavy Media, Inc.
- Susquehanna Coal Company
- Pole Company, Inc.

Spanning a variety of industries, including agriculture, mining, land development, hospitality, auto sales and energy production, the family’s business operations are sprinkled throughout the area in Wilkes-Barre Township, Pittston, Mount Carmel, Hazleton and the greater Conyngham Valley, and others. This web of interconnectedness with the community and Mrs. Pollock’s contributions to them, is indisputable in its relevance and importance to demonstrating PPM’s capacity to successfully operate for many years to come in Northumberland County. With a lifetime of business experience, Mrs. Pollock will continue to make important contributions to her native area with the hope of establishing PPM as a leading dispenser of medical marijuana in Pennsylvania.
Vice President & Chief Operating Officer – Megan Millo

Megan Millo was Valedictorian at Pennsylvania State University where she graduated magna cum laude in 2013 with a Bachelor of Science in Business with a Marketing and Management focus. She is exceptionally talented at brand management and brand building, digital/social media, and as the company spokesperson and Business Development Manager for Ken Pollock Enterprises, her job focuses on brand awareness within the community. She is also responsible for various compliance tasks, limited human resources support and other duties that have prepared her for success as the Vice President & Chief Operating Officer for PPM.

Ms. Millo began working with Ken Pollock during her Senior year at Penn State and began her career at the company’s Nissan dealership working with customer satisfaction and events, while later transitioning into the company spokesperson. Upon graduation, she was fortunate to be hired full-time and has since been employed with Ken Pollock for five years. During that time, she transitioned into various roles within all four of the company’s auto dealerships, two restaurants and various other businesses. She began handling all forms of customer satisfaction, promotional items, events, emails, digital and social medial marketing, corporate sponsorships, human resources activities, and other various tasks.

During college, she interned with igourmet.com, a local, online gourmet food retailer. While there, she gained valuable experience and handled all aspects of their special events and took on their nutritional fact project, where she translated and entered all nutritional facts into the website.

Her previous experience with an array of marketing channels will be an asset to her role. Ms. Millo’s experiences with brand management, corporate community involvement, and public relations will allow the company to adequately create brand awareness by informing the public about the Medical Marijuana Program and will build a solid reputation within the community, for PPM to grow, prosper and succeed.

For more than 6 years, Ms. Millo has personally struggled with various health issues. It began with an infection throughout her body that manifested in her tonsils. Following a successful tonsillectomy and brief period of wellness, she was diagnosed with Complex Migraines with stroke symptoms, causing her to lose feeling in her left side, as well as her vision. Diet and nutrition changes have dramatically reduced these episodes, but likely most detrimental to her health, Ms. Millo has endured stomach issues that doctors in northeastern Pennsylvania were unable to diagnose, until she visited Penn Medicine in Philadelphia. There they discovered a mass in her small intestine, which they believe to be causing malabsorption and various painful symptoms. Ms. Millo is currently enrolled in a clinical trial, but often her symptoms are so severe it is difficult to enjoy her favorite foods or work symptom free. In the past year, she has fractured her pelvis, tailbone and tibia, and had three bouts of tendonitis.

As a patient who understands the challenges of living with medical conditions, Ms. Millo will use the passion and talent she brings to work every day to aid other sick patients in the community, providing information, awareness and access to medical marijuana, in her role as the Vice President and Chief Operating Officer.
Corporation Counsel & Business Advisor – Joseph Prociak

The Principal Owner of the Law Office of Joseph J. Prociak, Mr. Prociak is incredibly well qualified to support PPM with his business and healthcare legal expertise. As the President and CEO of Pollock Enterprises, he oversees a variety of businesses owned by the Ken Pollock family. His prior legal experience includes his role as General Counsel to Northeast Behavioral Health Care Consortium (NBHCC), a non-profit organization which was created by Lackawanna, Luzerne, Susquehanna and Wyoming Counties to manage the Health Choices behavioral health program. He was responsible for the legal work and representation surrounding the creation and implementation of the program, which started in 2006 and currently serves over 138,000 members.

Community Outreach Coordinator – Adrianna Vullo

Power Plant is pleased that Adrianna Vullo will be the Community Outreach Coordinator. A resident of West Pittston, PA, Ms. Vullo is presently attending Misericordia University in Dallas, PA, in pursuit of her Master of Science degree in Organizational Management with a specialization in Healthcare Management. This training makes her well-suited to fulfill community outreach duties. Since completing her Bachelor of Arts in Psychology at Dickinson College in Carlisle, PA, she has worked with the Commission on Economic Opportunity in Wilkes-Barre PA, as a Case Manager in the Energy Department where she performs intake and authorizes payments per parameters set forth by programs funded by the Department of Human Services, FEMA, and various utility companies.

In her role, she explains the rules and guidelines of each program to clients in concise and clear terms, a task that requires thorough understanding of each program, communication, and customer service skills, all of which will benefit PPM with Ms. Vullo as the Community Outreach Coordinator.

Ms. Vullo’s history of public service includes work at the Court of Common Pleas, Luzerne County Courthouse in Wilkes-Barre PA, where she worked as a Judicial Assistant and where she managed hundreds of confidential defendant files and logged daily activity.

Her duties included set up of the courtroom for daily proceedings and organizing hearings to guarantee that defendants and attorneys were seen in a timely manner. There she built relationships and coordinated with attorneys, sheriff’s deputies, and court reporters to ensure court operated smoothly and efficiently. This valuable experience working closely with law enforcement further enables Ms. Vullo to act as a critical segue between the company, the community and compliance regulators.

Secretary – Connie J. Pollock Rado

As Secretary, Connie Rado will be responsible for providing critical administrative support to the PPM executive team. With more than 20 years of experience as a principal, financial backer, operator and board of member of many of the family’s businesses, Ms. Rado is well-prepared to bring the mission and vision of PPM to life in serving patients and caregivers in the Commonwealth. Her business experience includes working with the following companies:

- Heavy Media, Inc.
- HUD, INC.
- Huntsville Limited Partnership
- Huntsville Processors LTD
- Intercoastal Management Inc.
- Ken Pollock Alfa Romeo
Ms. Rado is well-educated and holds the following degrees and certifications:

I. Certified Gemologist, Gemological Institute of America, New York City, NY
II. Elementary Principal’s Certificate and Secondary Principal’s Certificate from Bucknell University, Lewisburg, PA
III. Master’s Degree in Early Childhood Education from Bloomsburg University of Pennsylvania, Bloomsburg, PA
IV. Bachelor of Science Degree in Elementary Education from East Stroudsburg University, East Stroudsburg, PA

In the 1970s, Ms. Rado taught elementary education in the Nanticoke Area School District and became the District Elementary Principal in the Northwest Area School District. Following her career in education, she pursued her passion for gems and became a certified gemologist, working the jewelry business for more than 15 years before joining the executive team of her family’s many businesses.

In addition to her educational and career accomplishments, Ms. Rado serves the local community in a variety of ways, including as a member of several boards and associations. These include:

- Board of Visiting Nurse Association and Home Health Services
- Board of Wilkes-Barre Family YMCA
- Huntsville Golf Club Ladies Golf Association
- Marywood University Advisory Board
- Northeastern Bank Advisory Board
- Penn State Wilkes-Barre Advisory Board
- Westmoreland Club
- Wyoming Valley Country Club Ladies Golf Association

Chief Financial Officer – Kevin Hogan

Mr. Hogan will successfully contribute to PPM, as the CFO, ensuring years of financial health, further demonstrating the company’s capacity to operate. A resident of Kingston, PA for the past eight years, Mr. Hogan earned his Bachelor of Science in Accounting from Kings College in Wilkes-Barre, PA. He has more than 25 years of accounting experience in various industries, such as health insurance carrier, health insurance provider, hospitality, electricity producer, and automobile dealership accounting. Mr. Hogan is the current CFO of the Ken Pollock Auto Group, and worked for Blue Cross of NEPA for twelve years, upon graduation from college. He worked up from a staff accounting position and was promoted to the position of Cost Accounting Manager, a few years into his career there. Mr. Hogan has a long
history of being involved in the daily financial operations of the business, and he will bring this same meticulous detail to his role as CFO of PPM.

Chief Compliance Officer – Whitney Pollock Callahan
The Chief Compliance Officer will be Whitney Pollock Callahan, a resident of Harvey’s Lake, PA. Well educated, she focused on elite athletics during her academic career, attending boarding school in Vermont, where she concentrated on competitive alpine skiing. Throughout high school she played field hockey, softball and was a competitive ski racer at the local public high school. After graduating high school in 2004, she spent her freshman year of college on the Penn State Field hockey team. But after that year, she decided to transfer to a smaller more local college, Misericordia University. While not actively playing sports for the remainder of my college career, she chose to include them in her major. She graduated from Misericordia University in 2009 with B.A. in Business Administration, emphasis in sports management.

Currently, Ms. Callahan is the Executive VP of Damon’s Sports Bar and Grill. Prior to her VP role, she was the financial controller at Newport Aggregate Inc., a crushed stone mining company in northeastern Pennsylvania. There she managed the financial office and coordinated all personnel to complete accounting operations, budgeting and reporting procedures. With a personal connection to a patient who has seen positive outcomes and greatly improved her condition and way of life from using medical cannabis to treat her chronic stomach issues, thanks to the Safe Harbor provision of the Act, Ms. Callahan is eager to bring her eye for detail, management and financial reporting to her role as PPM’s Chief Compliance Officer.

Capacity to Operate
The business model used by Power Plant Medicinal will utilize individuals and products with established success in existing regulated cannabis markets. The company performed exhaustive research into medical marijuana programs across the country, searching for strong, successful medical brand(s) and seasoned industry professionals to assemble the model and help recognize the vision. The company quickly established relationships with two pioneers in the cannabis industry to drive the competitive strategy of the business through superlative management and time-tested product offerings.

Ability and Plan to Maintain a Successful Operation
Power Plant Medicinal has affiliated itself with industry businesses that possess proven records of successful performance in various facets of the medical marijuana industry. These relationships will allow the company to be well-positioned for a first-to-market advantage and for long term success. From design to implementation, the company will work with one of the medical cannabis industry’s most successful agencies, Canna Advisors, which is an established consulting firm with a broad range of service offerings.

Canna Advisors
Canna Advisors is a well-respected group of medical marijuana industry-savvy consultants, with nearly 70 years of combined operational experience in regulated marijuana businesses. As part of the PPM operational team, Canna Advisors possesses unparalleled knowledge of the operating requirements and restrictions of a highly-regulated medical marijuana program and will support the compliant and transparent operations of the business. The Canna Advisors team will ensure that PPM is deploying up-
to-date, compliant procedures daily, via constant monitoring of evolving rules and regulations, regular comprehensive compliance audits, and ongoing interaction with the management team.

PPM has enlisted Canna Advisors as its medical marijuana consulting firm. PPM has established a strategic relationship with the firm, which is based in Boulder, Colorado and has 70 years of combined experience in all sectors of the regulated medical marijuana industry. The Canna Advisors team possesses unparalleled knowledge of the requirements for operating under the restrictions of a highly regulated medical marijuana program and will support the compliant and transparent operations of the business.

Each Canna Advisors consultant has proven cannabis operational success dating back to 2003, including:

- 14 year regulated cannabis industry professional with over 10 years in direct operations and over 3 years consulting
  - Owned and operated one of the first dispensaries in San Francisco, CA which is still in operation today
  - Managed the process to move from a medical marijuana to a recreational license.
- Owned and operated a dispensary operation in Boulder, CO 2009-2012
- Owned and operated a cultivation operation in Boulder, CO 2009-2012
  - Licensed commercial general contractor
  - Designed and supervised dozens of both indoor and greenhouse facilities in the United States
- Owned and operated a dispensary and cultivation operation in Lyons, CO 2008-2012
  - Prior owner of a successful vitamin enterprise
  - Author of two books on the subject of cannabis cultivation
- Managed a dispensary in Louisville, CO 2013
  - Managed the process to move from a medical license to a recreational license
  - Assisted in the opening of the very first medical marijuana businesses in Illinois, Nevada, Florida and Alaska and has worked in every regulated marijuana market in the United States and Puerto Rico
  - Worked for 2 ½ years at a leading seed-to-sale tracking software provider as a project manager and operational consultant
- Managed a medical and recreational dispensary in Boulder and Lyons, CO
  - Assisted in growing from one dispensary and cultivation facility, to three dispensaries and two cultivation centers.
  - Degreed in Biological Sciences with a focus on Neurobiology and Behavioral Biology
  - Worked for a pharmaceutical manufacturer with a focus on quality control, process development, and standard operating procedures
- Financial Analyst with PhD level in Economics from Stanford University
  - Former CEO and Co-Founder of an internet-based nutraceutical products company
- Operations experience as a dispensary agent, Assistant Manager and General Manager for multiple dispensaries

Since 2013, Canna Advisors has used this expertise to advise successful clients in 19 medical marijuana markets in the United States, Puerto Rico and Canada. Their services include:
• Business planning;
• Market analysis;
• License applications;
• Facility selection, design, and construction;
• Equipment selection;
• Team development and training;
• Cultivation techniques and strain selection; and
• Regulatory compliance.

Canna Advisors will provide supplementary expertise relating to the specific operation of the company’s medical marijuana dispensary facilities. The extensive and varied business expertise of the executives within PPM will accelerate the implementation of the resources provided by expert consultant firms, such as Canna Advisors. The PPM executive team has diligently analyzed the financial impact of enlisting medical marijuana consulting services and has concluded that enlisting such services will allow the company to become operational at an accelerated pace and will enhance efforts to provide superior quality medical marijuana products to qualified patients and caregivers within the Commonwealth of Pennsylvania.

Canna Advisors Operations Support
To ensure that the PPM dispensary facility is operating in a highly-compliant, efficient and profitable manner, the executive team will utilize Canna Advisors for specific operations support. In addition to their services related to the permit application, the Canna Advisors team will assist the executive team and dispensary management in the daily operations of the dispensary through providing their expertise and a variety of administrative resources. They may provide auditing tools, such as forms, checklists and/or third-party auditing services, as well as guidance on opening and closing procedures, cannabis industry best practices related to security, compliance, medical marijuana product handling, employee training and patient care. With the decades of collective experience described in the previous section, Canna Advisors consultants are thoroughly versed in all aspects of medical marijuana dispensary operations and will ensure that PPM has all the tools, information and resources necessary to operate dispensary facilities that exemplify the customer service, reputation and quality associated with the vast network of Pollock family businesses throughout Pennsylvania.

The company will leverage existing name recognition and brand awareness with the family’s reputation for fair and honest business management. This will ensure that PPM will be positioned to establish itself as an industry leader, with a first to market advantage, resulting from applying to operate both a grower/processor facility and dispensary facilities. The Canna Advisors operational support will extend to create seamless operations between the grower/processor facility and the dispensary facilities. Having oversight of the entire seed to sale lifecycle will enable PPM to provide patients and caregivers with high-quality approved forms of medical marijuana for therapeutic benefit.

Through the deployment of consistently monitored and updated standard operating procedures, compliance guides and training materials, as well as daily operations forms, checklists and other documents, Canna Advisors will aid PPM in effective facility operations. Topics of documentation and training may include, but are not limited to: DOH compliance, OSHA compliance, medical marijuana handling, health and safety, security and loss/diversion prevention, cash handling, waste management, medical marijuana dosing and patient care.
Third-Party Compliance Auditing

Contracting with a vendor to provide third-party compliance auditing is important to the successful management of the dispensary facility by identifying areas of diversion, loss or shrinkage, as well as identifying compliance concerns that can be corrected and those that must be reported to DOH. Canna Advisors will provide compliance auditors to perform physical, on-site audits and virtual/digital audits of the business management platforms and electronic tracking system. The executive team will review and follow the recommendations for resolution provided by the auditors, which may include adapting operations policies and standard operating procedures, training or re-training employees and reporting or prosecuting compliance or legal violations.

Third-party compliance auditing will enhance the company’s capacity to operate by providing neutral, bias-free data that the executive team can use to make business decisions, take legal action or provide commendations to outstanding employees who have zero compliance violations or who have demonstrated a passionate commitment to compliance excellence. After all, the company is aware that it is employees who will enact the vision and mission of the company and who will contribute to the success or flaws of operations. As such, PPM is committed to providing as much documentation support, training or re-training necessary to ensure that employees feel comfortable completing all assigned job duties in compliance with DOH and all other local, state and Federal regulations. Medical marijuana dispensaries are one of the most highly-regulated businesses that a proprietor can choose to operate and the PPM executive team is keenly aware of the extensive compliance and reporting obligations of the company. PPM is pleased to team with Canna Advisors to address these important issues and take advantage of the availability of third-party compliance auditing within the cannabis industry.

Data Analysis

With a network of businesses that span a wide variety of industries, including hospitality, mining and industry, agriculture, retail automobile sales, and land development, Mrs. Pollock and the executive team are well versed in analyzing data for insights into business operations. Through regularly analyzing and reviewing data from the business management platforms, electronic tracking system and internal company networks, the company will be able to more effectively make decisions that impact its capacity to operate. The reported data points may include, but are not limited to sales information, inventory totals and ordering trends, supply levels, staffing data, medical marijuana waste volume, patient and caregiver counts, public inquiries by method (walk-in, call, email, event, etc.) and others. This collective information will provide a clear image of the business’ health, at all times, and will enable the company to more accurately forecast operational needs, such as sales and inventory ordering, hiring and training, as well as supply management.

Customer Service Background (Patient Care)

The PPM executive team has been operating customer service-focused businesses for more than a half century and will carry over their customer service expertise and insight into providing an unparalleled patient care experience like no other competitor can. Leveraging the family’s name recognition and brand loyalty, PPM will instantly establish rapport for the Medical Marijuana Program by aligning a reputation for customer service with an expectation of equally marked quality patient care. PPM will merge all the features of quality hospitality service with the familiar bond created by regular customers in a restaurant to deliver the type of patient care that makes patients and caregivers feel as if they are
seeing old friends, whom they trust to advise them on matters such as their health and wellbeing. Delivering a warm, welcoming and trusting atmosphere is paramount to PPM and will enhance the company’s capacity to operate by quickly establishing it as a premier dispensary facility, where patients and caregivers can access high-quality forms of medical marijuana.

Thoughtful design elements evoking a spa-like setting will help to dispel misconceptions about medical marijuana and aid in challenging stereotypes associated with it. PPM seeks to create an environment of healing and wellness that is calming and immediately puts patients and caregivers at ease. Hospitality services, such as assistance for patients with limited mobility into and out of the ADA-accessible facility, private patient consultations and printed informational resources, will all enhance the patient care experience, further demonstrating the company’s capacity to operate a compliant, community-serving dispensary facility.

**Financial Sustainability**

Ensuring the financial sustainability of the company is critical to laying a solid foundation for years of continued success and compliant operations. With more than $10 million in start-up funding already secured, the company will meet and exceed DOH requirements for accessible capital. Kevin Hogan, CFO, will oversee financial planning and profitability strategies to best manage start-up funding, create plans for ongoing capital sourcing and create profitable returns on initial investments, in valuation of PPM operations. Through effectively developing compliant operations with the assistance of Canna Advisors, the company can ensure that risk is minimized. By ensuring regulatory compliance, using SOPs that prevent contamination and utilizing good manufacturing practices, the company will create financial sustainability.

*The Power Plant Periodicals - Medical Marijuana: An Industry Blooms*

Written by Megan Millo, VP of Development and COO, the "Power Plant Periodicals" are exclusively published in The News-Item editorials as “Medical Marijuana: An Industry Blooms.” The News-Item serves readers in Northumberland County with Monday-to-Sunday morning editions. The 10,000-circulation newspaper primarily serves the communities of Shamokin, Coal Township, Mount Carmel, Kulpmont, Trevorton and Elysburg, where readers will be able to stay abreast of the medical marijuana industry and PPM, further demonstrating the company’s capacity to operate in the communities in which it will be located.

**Conclusion**

The company has described in detail the career and public service accomplishments and experience of its robust network of principals and employees throughout this business history. PPM has demonstrated its ability to plan and maintain a successful and financially sustainable medical marijuana dispensary operation, by deploying a unique business model founded on vertical integration or securing both a grower/processor and dispensary permit, as well as utilizing a synergistic relationship with the Mt. Carmel Cogen power plant. Additionally, the company will partner with industry experts from Canna Advisors and highly-qualified medical marijuana operations managers to ensure that daily dispensary operations are compliant, profitable and sustainable for long-term service to patients and caregivers of the Commonwealth. PPM will become a premier dispensary operator, as part of the Pennsylvania Medical Marijuana Program.
### SECTION 20 – CURRENT OFFICERS

Provide the position, title in the applicant’s business, and address information for all current officers, directors, partners or trustees.

<table>
<thead>
<tr>
<th>Name and Residential Address</th>
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<tbody>
<tr>
<td><strong>First Name:</strong> Kenneth</td>
<td><strong>Middle Name:</strong> Milton</td>
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<tr>
<td><strong>Occupation:</strong> Executive</td>
<td><strong>Title in the applicant’s business:</strong> Director/Trustee</td>
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<tr>
<td><strong>Also known as:</strong> Ken Pollock</td>
<td><strong>Date of birth:</strong> MM/DD/YYYY</td>
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<tr>
<td><strong>First Name:</strong> Connie</td>
<td><strong>Middle Name:</strong> Jo</td>
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<tr>
<td><strong>Occupation:</strong> Executive</td>
<td><strong>Title in the applicant’s business:</strong> Director/Trustee/Secretary</td>
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<tr>
<td><strong>Also known as:</strong> Connie Rado</td>
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<td><strong>Middle Name:</strong> Francis</td>
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<tr>
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<td><strong>Title in the applicant’s business:</strong> Director/President</td>
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<td><strong>Middle Name:</strong> Ann</td>
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<td><strong>Occupation:</strong> Executive</td>
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<td><strong>Middle Name:</strong> Rene</td>
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<tr>
<td><strong>Occupation:</strong> Executive</td>
<td><strong>Title in the applicant’s business:</strong> Treasurer</td>
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<tr>
<td><strong>Also known as:</strong> Whitney Pollock</td>
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Pennsylvania Department of Health
Medical Marijuana Dispensary Permit Application

Name and Residential Address

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<thead>
<tr>
<th>First Name: Kevin</th>
<th>Middle Name: N/A</th>
<th>Last Name: Hogan</th>
<th>Suffix: Mr</th>
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<tbody>
<tr>
<td>Occupation: Certified Public Accountant</td>
<td>Title in the applicant’s business: Chief Financial Officer</td>
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Name and Residential Address

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If more space is required, please submit additional information on other officers in a separate document titled “Current Officers (Contd.)” in accordance with the attachment file name format requirements and include it with the attachments.

Section 21 – Ownership

In this section, list all persons with a controlling interest in the business, defined as follows:

(1) For a publicly traded company, voting rights that entitle a person to elect or appoint one or more of the members of the board of directors or other governing board, or the ownership or beneficial holding of 5% or more of the securities of the publicly traded company.

(2) For a privately held entity, the ownership of any security in the entity.

Complete the appropriate section(s) below:

A. For C-corporations, S-corporations, LLCs and LLLCs

Name and Residential Address

<table>
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<tr>
<th>First Name: Stefanie</th>
<th>Middle Name: Leigh</th>
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Stock type or class: Number of shares held: Date Acquired: Percentage of outstanding voting stock: Terms, conditions, rights and privileges:

MM/DD/YYYY

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Email:

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# Pennsylvania Department of Health
## Medical Marijuana Dispensary Permit Application

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# Pennsylvania Department of Health

## Medical Marijuana Dispensary Permit Application

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If more space is required, please submit additional information on other owners of the corporation in a separate document titled "Owners of the Corporation (Cont.)" in accordance with the attachment file name format requirements and include it with the attachments.

## B. For partnerships and LLPs

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# Pennsylvania Department of Health
## Medical Marijuana Dispensary Permit Application

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- Percentage of ownership: 
- Partnership participation from: MM/DD/YYYY 
- Description of participation in operation of the applicant:

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Pennsylvania Department of Health
Medical Marijuana Dispensary Permit Application

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Percentage of ownership: [ ]
Partnership participation from: [ ]
Description of participation in operation of the applicant: [ ]

IF MORE SPACE IS REQUIRED, PLEASE SUBMIT ADDITIONAL INFORMATION ON OTHER PARTNERS IN A SEPARATE DOCUMENT TITLED “INTEREST OF OTHER PARTNERS (CONTD.)” IN ACCORDANCE WITH THE ATTACHMENT FILE NAME FORMAT REQUIREMENTS AND INCLUDE IT WITH THE ATTACHMENTS.

C. OTHER PERSONS HOLDING AN INTEREST IN THE PROPOSED SITE OR FACILITY
List any other persons holding an interest in the proposed site or facility, that are otherwise not disclosed in sections A or B.

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Nature, type, terms and conditions of the interest in the applicant: [ ]

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Name and Residential Address
Pennsylvania Department of Health
Medical Marijuana Dispensary Permit Application

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**IF MORE SPACE IS REQUIRED, PLEASE SUBMIT ADDITIONAL INFORMATION ON OTHER PERSONS HOLDING AN INTEREST IN THE PROPOSED SITE OR FACILITY IN A SEPARATE DOCUMENT TITLED “OTHER PERSONS HOLDING AN INTEREST IN THE PROPOSED SITE OR FACILITY (CONTD.)” IN ACCORDANCE WITH THE ATTACHMENT FILE NAME FORMAT REQUIREMENTS AND INCLUDE IT WITH THE ATTACHMENTS.**

**SECTION 22 – CAPITAL REQUIREMENTS**

Provide a summary of your available capital and an estimated spending plan to be used for you to become operational within six months from the date of issuance of the permit:

**DOH REDACTED**
Part F – Community Impact
(Scoring Method: 100 Points)

SECTION 23 – COMMUNITY IMPACT

PLEASE BE ADVISED, INDICATION OF SUPPORT FROM PUBLIC OFFICIALS WILL NOT BE CONSIDERED WHEN EVALUATING THIS SECTION.

PROVIDE A SUMMARY OF HOW THE APPLICANT INTENDS TO HAVE A POSITIVE IMPACT ON THE COMMUNITY WHERE ITS OPERATIONS ARE PROPOSED TO BE LOCATED:

Overview
The founders of Power Plant Medicinal have deep ties to Northeast Pennsylvania and a long-standing history of operating successful businesses in the area. As an established local business leader and the largest employer in neighboring Marion Heights via the Mt. Carmel Cogen Plant, the Power Plant team

DOH REDACTED
has cemented itself as a responsible and respected pillar of the community.

The company has cultivated several longstanding relationships with local philanthropic organizations, local law enforcement, and Pennsylvania youth athletic programs. The company will deepen its already established local roots through added participation in community groups that focus on the betterment of the constituents in the communities in which the company plans to operate its medical marijuana cultivation & production facility and its retail dispensaries.

Power Plant Medicinal will accomplish its community-driven goals through a multi-faceted community action plan, which the company has named the “Educate, Participate & Donate” (EPD) plan. The plan includes both physical and fiscal support of community groups and local charitable organizations, educating the community about the benefits and scientific properties of medical marijuana, and the hiring of qualified local candidates. It will be integral to the company’s success and the success of Pennsylvania’s new program for Power Plant to become an educational leader whose compliant operations have a clear and positive impact on Northeast Pennsylvania.

The company’s planned Nanticoke retail dispensary and its state-of-the-art production facility in the neighboring Northcentral region will bring even more well-paying jobs and economic development to the area; help improve the quality of life of qualifying Pennsylvania patients by manufacturing and dispensing state-approved forms of medical marijuana; be powered by energy produced by the Mt. Carmel Cogen Plant, which will enable Power Plant Medicinal to set the standard for sustainable operations and create positive environmental, economic and utilization synergies unlike any cultivation facility in the country.

Local History & Philanthropic Focus

Marion Pollock, the President of Power Plant Medicinal, is a lifelong Northeastern Pennsylvania resident who has a sizable and well-known history of local philanthropy and community involvement, spanning more than 50 years. She was involved in many innovative and highly successful business ventures together with her late husband, Kenneth L. Pollock, who was a 1995 Junior Achievement Laureate. Mrs. Pollock became immersed in the day-to-day operations of the family’s holdings and businesses after the death of Mr. Pollock in 1998.

The Pollocks’ many business successes enabled them to devote much time and energy to their philanthropic efforts, which the family considers to be an honor and a great responsibility that they continue to be incredibly passionate about. They were instrumental in funding the Ken L. Pollock Children’s Wing at the Osterhout Library, and have established scholarships for deserving students at The Pennsylvania State University, Wilkes University and King’s College. They have been huge supporters of Geisinger Medical Center in Danville, particularly the Janet Weiss Children’s Hospital located there. The Pollock family has donated $1.8 million to date to the children’s hospital. They have also donated to Saint Joseph’s Hospital, Saint Joseph’s Medical Center, and the Wilkes-Barre YMCA, among many others.

The innovative entrepreneurial spirit and dedication to philanthropic efforts displayed by Mr. and Mrs. Pollock, along with their commitment to helping better their community, will serve as an example and inspiration for Power Plant Medicinal as the company works to become a recognized and trusted community leader in its own right. This philanthropic focus will drive all of the company’s operations and
community interactions as Power Plant strives to provide tangible community benefits and leave a long-lasting, positive impact on its neighbors and all of Northeast Pennsylvania.

Mrs. Pollock is currently the owner of several corporations, including Ken Pollock Enterprises, Ken Pollock Trucking, Ken Pollock Auto Group, Anthracite Loading, Susquehanna/Mount Carmel, Inc., and Top of the 80’s Restaurant in Hazleton. She is a member of the Board of Directors for The Pennsylvania State University Grand Destiny Campaign Committee; served with the Mercy Hospital Auxiliary, United Fund, and was a member of the Board of Directors of the Hunlock Creek United Methodist Church. She received the Outstanding Community Service Award from the Penn State Wilkes-Barre Advisory Board in 2000.

Mrs. Pollock is a role model for her entire family as they begin their most compassionate business endeavor to date, with her intelligence, determination and community-minded focus guiding Power Plant Medicinals’ pursuit of these medical marijuana operational licenses. If determined to be one of the most qualified applicants and awarded a license, the company will be honored to help implement the Commonwealth’s new program and serve its fellow Pennsylvanians by offering safe and effective state approved forms of medical marijuana to registered patients.

Power Plant Medicinal’s VP & Chief Operations Officer, Megan Millo, is also a lifelong area resident with a history of community involvement who is passionate about educating Pennsylvanians about medical marijuana and ensuring those suffering from qualifying conditions have safe access to it. She has organized food drives for local charities; participated in various charitable runs and marathons; is currently a member of the Greater Pittston Chamber of Commerce Board and the Penn State Wilkes-Barre Advisory Board, and is the co-chair of the Association for the Blind Auction and Dinner Committee.

The company’s Community Outreach Coordinator, Adriana Vullo, is a lifelong Northeastern Pennsylvania resident with extensive non-profit and volunteer experience with a local community action agency that works to eliminate the barriers that poverty creates for so many local families. She is on track to graduate from Misericordia University with an MS in Organizational Management, with a specialization in health care management, in December 2017. Her patience, strong emotional intelligence, and ability to distill complex scientific confirmation and concisely and respectfully explain it to lay people make her well qualified to lead Power Plant’s community outreach and impact efforts.

Educate, Participate & Donate

Educate
Weekly Educational Column in Local Newspaper
Power Plant Medicinal has and will continue to contribute a weekly medical marijuana educational news column in The News-Item, a daily newspaper based out of Shamokin, PA. Specific and different topics related to medical marijuana are explored in each weekly column, written by COO Megan Millo, which serve as a “Cannabis 101” education for local readers. Topics range from the history of cannabis as a legal and popular pharmaceutical in the United States in the 1800s through the 1930s, prior to federal prohibition, to the details of what can be expected from Pennsylvania’s new medical program when it begins in 2018.

Medical Marijuana Community Educational Classes
Power Plant Medicinal will offer community education classes, with a dedicated community meeting and educational classroom space at its Nanticoke retail dispensary, where both patients and the public
can attend and learn about the pharmacological uses and benefits of medical marijuana, compliant product forms and safe usage. Classes will be led by the company’s pharmacist, state-licensed product vendors, community leaders, and members of the scientific community. It is a core value of the company to provide the community with relevant, accurate and up-to-date information on medical marijuana and the Pennsylvania program.

Public Speaking Events
COO Megan Millo has been an outspoken medical marijuana advocate. In addition to her newspaper column, she has become a frequent public speaker at local and medical marijuana events and conferences in Pennsylvania. She is slated to be a public speaker at Learning Session Series by the Columbia County Progressives, as well as a key speaker at a “Community Conversation” in Berwick, PA.

Interactive Educational Library
In addition to a dedicated meeting and classroom space, each Power Plant Medicinal retail dispensary will feature an interactive educational library in a public area of the facility. This library will be equipped with interactive educational screens that will offer text, images and video learning to interested members of the public. The company has contracted with Monte Content, the producer of premier cannabis educational content and programs, to supply some of the video content that will be available for viewing on-demand in the library. Some of these short educational pieces will play on televisions displayed in the waiting room for patients and caregivers visiting one of the company’s dispensaries.

Educational Events for Pennsylvania Physicians & Officials
Power Plant Medicinal has and will continue to hold educational events aimed specifically toward physicians and local elected officials. Topics will include the endocannabinoid system in the human body and its functions, new and emerging research on medicinal cannabis, consumption methods and effects, and the evolving regulatory schematic on a state and national level. The company is currently working with the Geisinger Commonwealth School of Medicine in Scranton to plan an educational event to be held this summer, where physicians and medical professionals can also earn CME credits for their attendance. Power Plant is also partnering with both the Luzerne and Lackawana County Medical Societies.

Medical Marijuana Research Programs
Power Plant Medicinal will devote resources to a patient-centered research and development program, which will gather data from patients on the impacts of certain strains and products on specific conditions and symptoms. The company will work in partnership with physicians and interested patients to develop an electronic platform to collect and collate anonymized data on the efficacy of various products and formulations. A significant portion of the research will focus on investigating cannabinoid ratios and combinations that may have the potential to effectively treat childhood and other cancers. Research has shown that THC may effectively treat many forms of cancer.
Participate

Americans For Safe Access Patient Focused Certification Program

The company will participate in Americans For Safe Access’ Patient Focused Certification program, which is a non-profit that offers third party certification for medical marijuana businesses to ensure that their operations and management processes are safe and compliant.

Local Partnerships

Association of the Blind

The company, particularly President Marion Pollock and COO Megan Millo, have been longtime supporters and active participants in the Association of the Blind. Both Whitney Pollock and Mrs. Pollock are members of the association’s board and the company has helped coordinate the association’s annual awards dinners.

Operation KidSafe

The company’s founders have been annual hosts of Operation KidSafe events, which help to promote child safety by allowing parents to bring their children in for special events where they can be fingerprinted and photographed as a precaution for emergency situations.

Alex’s Lemonade Stand Foundation for Childhood Cancer

The company is also a proud supporter of Alex’s Lemonade Stand Foundation for Childhood Cancer, which is dedicated to raising funds for research into new treatments and cures for all children battling cancer. The founders have previously sponsored, participated in and hosted lemonade stands at various Ken Pollock Auto Group dealership events and in conjunction with the Wilkes-Barre/Scranton RailRiders at PNC Field in Lackawanna County.

NEPA Women’s Leadership Conference

The company has been a participant and session sponsor for this conference, which highlights the ability women have to create positive change in their Pennsylvania communities and own lives.

State and Local Marijuana Industry Associations

Power Plant Medicinal is a member and active participant in several medical marijuana industry associations, such as the National Cannabis Industry Association, Americans for Safe Access, Pennsylvania Cannabis Association, and the Pennsylvania Medical Cannabis Society.

Donate

Power Plant will continue the history of local charitable support that its President and founders have demonstrated throughout their personal and professional lives by donating to several local reputable charities, forming partnerships with local community groups, and sponsoring local activities and events.

Support of Local Law Enforcement & Chambers of Commerce

The company has been a staunch supporter of law enforcement and emergency response organizations, donating to the Pennsylvania State Police Academy, Red Cross, as well as to the Chambers of Commerce in Wilkes-Barre, Pittston, Scranton and Wyoming County.

Focus on Veterans and Children

In addition to veterans, philanthropic groups that seek to help children and those suffering from cancer are very near to the hearts of the company’s founders. They were very proud to provide the additional funding needed to bring the Healing Wall, a traveling replica of the Vietnam Veterans Memorial & mobile education center, to Northeast Pennsylvania for locals to visit in June 2017.
Along with the monetary donations the company has committed to its local community partners, it will offer reduced prices for certain patients in need, make monetary donations and donate additional time to other local causes and organizations, including:

- **Colleen Shea Children’s Foundation**: Since supporting groups that benefit children with health issues has long been a passion of Power Plant’s founders and one of the main reasons the company is seeking licenses to produce and dispense medical marijuana, it will continue to be a donor to groups like the Colleen Shea Children’s Foundation (CSCF). CSCF’s mission is to raise funds for the benefit of charitable organizations dedicated to the research, treatment and eradication of childhood diseases and maladies and supporting other charitable organizations dedicated to the general welfare of children.

- **Children’s Miracle Network at Geisinger Janet Weis Children’s Hospital**: This is another cause close to the founder’s hearts that Power Plant Medicinal is proud to continue to support. The founders have previously and will continue to sponsor various events, like “Pints for Peds.” They have also donated $1.8 million to the hospital, which was fundamental to the expansion of the hospital and development of new programs. Children’s Miracle Network at Geisinger raises funds to provide equipment, programs and services for children at Geisinger Janet Weis Children's Hospital in Danville, as well as pediatric services throughout the Geisinger Health System.

- **Luzerne County Child Advocacy Center**: Power Plant is proud to support this Wilkes-Barre-based organization that emphasizes the coordination of investigation and intervention services by bringing together professionals and agencies as a multidisciplinary team to create a child-focused approach to child abuse cases.

**Discounts for Veterans and Patients in Need**

Power Plant Medicinal is committed to assisting low-income and veteran patients who are unable to afford medical marijuana products that may be critical to relieving their symptoms and improving their quality of life. The company will offer these pre-qualified patients more affordable access to the medical marijuana products it sells through reduced prices. The company will accept veteran candidates with valid identification cards into the program and/or whose income falls below the current federal poverty level. Patients who meets the requirements will be given access to significantly discounted items they may not otherwise be able to afford.

**Sponsorships of Local Little Leagues & Youth Sports Programs**

The company is proud to support various local youth sports leagues, including girls’ softball, boys’ basketball in the Pittston area, Luzerne County Lightning Basketball, as well as Little League baseball in the Hanover and Back Mountain areas. This remains important to the founders due to Mr. Pollock’s love for baseball, and the opportunity it provides for area youths to get necessary exercise, spend vital time outdoors, become community-minded and learn about team work.

**Local Academic Scholarships**

Power Plant will sponsor academic scholarships for deserving local students to Penn State University, King’s College and Wilkes University; high school scholarship funds at Northwest and Lake Lehman High Schools, and have future academic scholarships in place in honor of Ken L. Pollock with additional local educational partners.

**Job Creation**

**Commitment to Hiring Local Talent**

If awarded a dispensary license by the Department in the Northeast region, Power Plant Medicinal will create up to 15 jobs at its Nanticoke retail dispensary. This is in addition to another 15 jobs each for the...
other two dispensary locations it would be permitted to open in the region, and the 70 jobs that will be created by the company’s sustainable, state-of-the-art cultivation and production facility in Marion Heights. These will be well-paying jobs that could be pathways to new careers for many skilled and educated local professionals. Hiring qualified local talent will be a priority. Even though it will require extra time and effort, the company will dedicate itself to finding the right candidates that fit the criteria of being both local and exceptionally qualified.

**The Mt. Carmel Cogen Plant – Powering a Sustainable Future**

Power Plant Medicinal intends to be an environmental leader in the medical cannabis industry by prioritizing environmental sustainability in the company’s cultivation facility design and construction, product development and packaging, and medical marijuana waste management. One common criticism of large scale medical marijuana cultivation operations is the huge amount of energy that can often consume.

The company has made plans that include utilizing the power generated from the Mt. Carmel Cogen power plant to ensure that its cultivation and production facility not only does not negatively affect the local environment or sustainability, but will create positive environmental, economic and utilization synergies unlike any cultivation facility in the country. This will be achieved by utilizing steam, recycled water and carbon dioxide produced by the cogeneration plant, which will be located right next to Power Plant Medicinal’s brand new state-of-the-art facility. The facility’s sustainability will be further enhanced through the utilization of geothermal, wind turbine and solar panel technology, energy efficient LED lighting, and recyclable sustainable materials.

The new cultivation operation will not only greatly benefit from the presence of the cogeneration plant, the new symbiotic relationship the two will form will enable the plant to continue to exist. This is vital to the cleanup and revitalization of the local environment as after years of mining in northeastern Pennsylvania there are millions of tons of waste coal, also known as culm, which cover the landscape. Culm is the product left from the mining process of anthracite coal. It has a very low BTU value, which renders it almost useless. Culm covers thousands of acres of land, rendering the land unusable, as well as causing environmental issues, including contamination of the water table. Pennsylvania is also covered with abandoned coal mines, some of which have been vacant for 70 years. Waste coal burning plants like the Mt. Carmel facility were created through the Public Utility Regulatory Policies Act (PURPA) to help solve these problems.

PURPA provided for the construction of power plants which could burn culm and for power purchase agreements which would enable the erection and continued operation of said plants. The culm would be burned with limestone, which reduced emissions and has a positive impact on the ash which is created by the burn. The resultant ash is then used to fill open pit mines, replacing the land to original contours as closely as possible. This restores the land to the way it looked before mining operations. Because of the limestone added, the ash also has the positive effect of improving the water table in the areas where it has been placed. Because of the value they add to the environment, culm burning plants are classified as a Tier II Alternative Energy in Pennsylvania.
Confirmed Community Benefits of Medical Marijuana Businesses

Along with the previously detailed plans the company has developed to ensure that it positively impacts the Northeast Pennsylvania community it will be operating in, Power Plant Medicinal believes it is important to mention the many quantifiable benefits that have been experienced by communities in states with legal medical marijuana programs. Lower rates of violent crime, reduced marijuana use by teenagers, fewer traffic deaths, significantly lower healthcare and Medicare costs, lower unemployment rates, increased worker productivity, and an incredible 25% reduction in prescription painkiller-related overdose deaths are some of these provable benefits that are backed up my statistics from reputable sources. Power Plant is confident that through its industry-leading sustainable operations and its commitment to becoming a community and educational leader, Northeast Pennsylvania will also experience many of the same benefits.

Less Violent Crime

States with medical marijuana programs have found violent crime is reduced, counter to arguments that legalization leads to an increase in crime. Evidence from state panel data showed that violent and property crime did not increase in states with medical marijuana laws, and in fact, such laws can be correlated with a reduction in homicide and assault rates.

Incidence of violent and property crime in Colorado were recorded and compared for the year prior to the legalization of adult use cannabis in Colorado and the year after. Homicides decreased by an extraordinary 24.4%, rape decreased 2.5%, robbery decreased 3.3%, burglary decreased 9.5%, and theft from a motor vehicle decreased 21.8%, according to data released by the Colorado Department of Public Safety.

A 2013 study by the American Journal of Community Psychology found that some security measures taken by medical marijuana businesses, such as security cameras, having onsite security officers, and having signs requiring a prescription identification card, might be effective at reducing crime within the immediate vicinity of the dispensary or cultivation facility. It appears to be a factor in the reduced crime rates found in states with legalized medical marijuana.

Power Plant Medicinal is confident that the security systems, precautions and protocols it puts in place for its Nanticoke dispensary will enhance the safety of the surrounding areas and lead to a reduction in overall crime, which will positively impact the community.

Reduced Traffic Fatalities

One of the biggest misconceptions about states with medical marijuana programs is that legal access to medical marijuana leads to impaired driving and increased traffic accidents and vehicular fatalities. The reality couldn’t be more different, despite misleading statistics often cited that focus on the presence of THC in drivers’ systems (and not impairment) or don’t account for the presence of alcohol or other drugs in drivers involved in accidents who also tested positive for THC.

One of the most staggering and illustrative statistics showing the powerful positive impact medical cannabis legalization can have comes from a report by researchers from Montana State University and the University of Colorado Denver. Their report, “Medical Marijuana Laws, Traffic Fatalities and Alcohol Consumption,” using data from the National Survey on Drug Use and Health and from the Fatality Analysis Reporting System, found that traffic fatalities fall by nearly 9% after the legalization of medical marijuana.
marijuana. This reduction is of a similar magnitude to the results that were seen after the legal drinking age was increased to 21 (~9%) and after the implementation of mandatory seatbelt laws (~8%).

Even though medical marijuana demonstrably doesn’t lead to increased traffic accidents or deaths, Power Plant Medicinal is passionate about ensuring patients and the community at large are properly educated about all products and responsible consumption methods. Extra care will be taken and an emphasis will be placed on safety and education that aims to provide detailed information regarding specific medical marijuana products and consumption methods, expected onset times for patients to feel the effects, how long effects may last, and when it is safe to again operate a vehicle or heavy machinery.

*Prescription Painkiller Overdose Deaths Drop by 25%*

States with medical marijuana laws had a whopping 25% decrease in yearly deaths related to prescription opioid overdoses, when compared to states where cannabis is still illegal, according to a widely-publicized *Journal of the American Medical Association* study. This legal access to a safe and non-deadly medicine like cannabis has and continues to annually save thousands of lives. Power Plant is excited to potentially offer Pennsylvanians effective and safe marijuana medicine that does not pose a risk of overdose or death the way opiates do. The company is hopeful this will help combat the opiate epidemic that has plagued the Commonwealth and many other states.

*Reduced Adolescent Use*

An exhaustive 2015 study published in *The Lancet Psychiatry* showed no difference in adolescent marijuana use in the 21 states with medical marijuana laws at the time. “Our findings provide the strongest evidence to date that marijuana use by teenagers does not increase after a state legalizes medical marijuana,” wrote Deborah Hasin, Professor of Epidemiology at Columbia University Medical Center, after reviewing data on use among teenagers between the ages of 13-18 during the years 1991-2014 for the study.

*The Lancet* study supports the 2013 report from the Colorado Department of Health and Environment that found that high school marijuana use in the state decreased by 2% from 2011 to 2013, which was a time period in which the state’s medical marijuana program expanded and the number of medical dispensaries increased.

A 2012 study, “Medical Marijuana Laws and Teen Marijuana Use” by D. Mark Anderson, Ben Hanson and Daniel Reeds found that legalizing medical marijuana did not lead to increased use amongst teenagers. In fact, they found that during the time period they collected data, teen use increased, but not in the states where medical marijuana was legal.

Dr. Kevin Hill of McLean Hospital’s Division of Alcohol and Drug Abuse commented on the study by The Lancet and Dr. Hasin, saying, “The growing body of research that includes this study suggests that medical marijuana laws do not increase adolescent use and future decisions that states make about whether or not to enact medical marijuana laws should be at least partly guided by this evidence. The framework of using a scientific method to challenge what might be ideological beliefs must remain an important driver of future research on marijuana policy.”

Power Plant Medicinal believes strongly that the legal, regulated production of medical marijuana in the Commonwealth, in addition to the proper education, will lead to reduced adolescent access to and use of marijuana in Pennsylvania. The company knows that it will be a huge responsibility to be one of
the first legal manufacturers in the Commonwealth, and it is prepared take on that responsibility and be a leader in compliant operations and public education, which should contribute to a reduction in adolescent use.

**More Jobs, Less Unemployment**

The legalization of medical marijuana has not only resulted in reduced crime and increased public health and safety in states that have adopted such laws, it has also been a major job and economic stimulator. Colorado, which legalized medical marijuana in 2000 and cannabis for adult use in 2012, has seen a significant economic boost since legalization. *Business Insider* ranked Colorado, now with the fourth lowest unemployment rate in the country, as one of the U.S.’s fastest growing economies. Power Plant Medicinal is confident that its cultivation and production facility and its retail dispensary will create a substantial amount of well-paying jobs for locals. In addition to these jobs directly tied to the industry, medical marijuana is an economic stimulator for a wide range of related and ancillary businesses. These include electricians, lighting manufacturers, construction companies and contractors, soil and nutrient companies, security companies, the manufacturers of extraction equipment, the manufacturers of compliant packaging, and many others. The company will make it a priority to engage and work with local contractors and ancillary businesses whenever possible.

**Increased Worker Productivity and Fewer Employee Sick Days**

Legal medical marijuana may have a positive impact on the labor market as well, according to a July 2016 study published in Wiley Online Library ahead of publication in the journal *Health Economics*. The study found that states that have a legalized medical marijuana program have also seen statistically significant declines in employee sick days, with reported illness-related employee absences dropping between 8 to 15%. These results suggest medical marijuana laws may increase worker productivity and decrease employer costs. Power Plant Medicinal believes strongly that access to medical marijuana will improve the quality of life of many Pennsylvania residents suffering from qualifying conditions, which may enable them to be more productive and feel well enough to not require as many sick days.

**Reduced Healthcare and Medicare Costs**

A study in the July 2016 issue of the journal *Health Affairs* found that in states with legal medical marijuana programs, overall Medicare spending was reduced. In 2013 alone, when 17 state had legal programs, Medicare saved over $165 million. The study looked at over 87 million prescriptions from the Medicare Part D database, focusing only on conditions where marijuana might serve as an alternative treatment. If all states legalized medical marijuana, annual savings could be triple that amount, and reach $500 million.

Power Plant Medicinal will play a significant role in helping to bring this kind of positive impact to citizens in Pennsylvania by developing and offering forms of medical marijuana that will be able to replace traditional prescription pharmaceuticals. The company’s medication management service will further assist patients in learning if and how they may be able to safely replace certain prescriptions with specific medical marijuana products, which will contribute to reduced Medicare spending.

**Increased Tax Revenue to Support Schools and the Homeless**

Colorado collected $135 million in marijuana taxes and fees in 2015, with more than $35 million of that revenue earmarked for school construction projects. The company believes strongly in the potential for the tax revenue it generates from its cultivation and processing operations to benefit drug abuse prevention, counseling and treatment in the Commonwealth, as well as medical marijuana research.
and local Pennsylvania police departments. All required taxes will be dutifully collected and paid on time.

**Conclusion**

Power Plant Medicinal is confident that if it is awarded a medical marijuana cultivator/processor and dispensary license by the Department of Health and trusted with the tremendous responsibility of helping to successfully launch the Commonwealth’s new program, it will make a positive and meaningful, long-lasting impact on Northeast Pennsylvania.

This conclusion is supported by the company’s intended community impact and outreach plans, its founders’ long history of local philanthropic work, and the clear statistics that show the many ways legal marijuana businesses typically benefit the communities they operate in when states legalize and regulate them.

Power Plant Medicinal would consider it the ultimate privilege to be awarded these operational licenses and given the opportunity to be a community leader and work toward its improvement by providing access to safe state approved forms of medical marijuana. These efforts will enhance public health and wellbeing and drive local economic advancement in many ways. As lifelong area residents with strong and longstanding ties to Northeast Pennsylvania, the potential positive impact this business can have on its community is the key motivating factor behind Power Plant seeking these licenses.
Attachment A: Signature Page

Instructions:
This attachment is the signature page for your application and all other attachments.
- Please review the application
- By checking the appropriate boxes, indicate the sections that are included in your submission
- Print this attachment
- Sign the document (primary contact or registered agent)
- Scan this sheet and save it as a file called "Attachment A," using the appropriate file name format

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By checking "Yes," you acknowledge that you have read the Medical Marijuana Organization Permit Application Instructions before completing an application for a medical marijuana organization permit.

The applicant hereby submits this application for a Medical Marijuana Organization Permit to the Pennsylvania Department of Health, which consists of the completed application parts and attachments listed below:

FEES:
- ☒ Initial Application Fee
- ☒ Initial Permit Fee

APPLICATION:
- ☒ Completed Application

OTHER ATTACHMENTS:
- ☒ Attachment B: Organizational Documents
- ☒ Attachment C: Property Title, Lease, or Option to Acquire Property Location
- ☒ Attachment D: Site and Facility Plan
- ☒ Attachment E: Personal Identification
- ☒ Attachment F: Affidavit of Business History
- ☒ Attachment G: Affidavit of Criminal Offense
- ☒ Attachment H: Tax Clearance Certificates
- ☒ Attachment I: Affidavit of Capital Sufficiency
- ☒ Attachment J: Sample Medical Marijuana Product Label
- ☒ Attachment K: Release Authorization
- ☒ Attachment L: Applicant Priorities for Multiple Applications

BACKGROUND CHECKS:
- ☒ The applicant has requested background checks, as described in the instructions.
**ADDITIONAL ATTACHMENTS:**

Please list any other documents you are submitting as part of this application:

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<td>Medicinal_03152017_Dispensary_Employee Qualifications_Description of Duties_and_Training (Contd.) 9B-2</td>
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A false statement made in this application is punishable under the applicable provisions of 18 Pa. C.S. Ch. 49 (relating to falsification and intimidation).

**Signature**

Megan M. Miller

**Title in Applicant's Business**

VP/COO

**Date**

3/15/17

Printed Name

A false statement made in this application is punishable under the applicable provisions of 18 Pa. C.S. Ch. 49 (relating to falsification and intimidation).

**Signature**

Megan M. Miller

**Title in Applicant's Business**

VP/COO

**Date**

3/15/17

Printed Name

A false statement made in this application is punishable under the applicable provisions of 18 Pa. C.S. Ch. 49 (relating to falsification and intimidation).

**Signature**

Megan M. Miller

**Title in Applicant's Business**

VP/COO

**Date**

3/15/17

Printed Name
Business Name, as it appears on the applicant’s certificate of incorporation, charter, bylaws, partnership agreement or other legal business formation documents:

Power Plant Medicinal, Inc.

Trade names and DBA (doing business as) names:

Power Plant Medicinal

Principal Business Address: 339 Highway 315

City: Pittston  State: PA  Zip Code: 18640

Phone: DOH REDACTED  Fax: DOH REDACTED  Email: DOH REDACTED
Commonwealth of Pennsylvania

County of Luzerne

CERTIFICATION

I, Megan Millo, Vice President of Power Plant Medicinal, Inc., hereby certify that the attached documents are true and correct copies of the Articles of Incorporation, By-Laws and Original Incorporating Resolutions of the Incorporators and Directors of Power Plant Medicinal, Inc. I hereby certify that I am authorized to execute this affidavit on behalf of the applicant and that the information contained herein is true and correct and that there is no misrepresentation, falsification or omissions in this affidavit. I am further aware that any false or misleading statement or omitted information is punishable under the applicable provisions of 18 Pa. C.S. Ch. 49 (relating to falsification and intimidation).

3-15-17

Date

Megan Millo, Vice President

Sworn to and subscribed before me this 15 day of March, 2017

Notary Public

MY COMMISSION EXPIRES:

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL

DEBRA E. KROKOS, Notary Public

Pittston, Luzerne County

My Commission Expires December 30, 2020
COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
03/07/2017

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

Power Plant Medicinal, Inc

I, Pedro A. Cortés, Secretary of the Commonwealth of Pennsylvania, do hereby certify that the foregoing and annexed is a true and correct copy of

Creation Filing filed on Aug 26, 2016 - Pages (2)

which appear of record in this department.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written

[Signature]
Secretary of the Commonwealth

Certification Number: TSC170307120908-1
Verify this certificate online at http://www.corporations.pa.gov/orders/verify.aspx
PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Articles of Incorporation-For Profit
(15 Pa.C.S.)

X Business-stock (§ 1306)

---

Management (§ 2703)

Business-nonstock (§ 2102)

Professional (§ 2903)

Business-statutory close (§ 2303)

Insurance (§ 3101)

Cooperative (§ 7102)

Benefit (§ 3303)

Document will be returned to the
name and address you enter to
the left.

Name
Joseph John Procink

Address

DOH REDACTION

Fee: $125.00

In compliance with the requirements of the applicable provisions (relating to corporations and unincorporated associations), the undersigned, desiring to incorporate a corporation for profit, hereby states that:

1. The name of the corporation:
   Power Plant Medicinal, Inc

2. The (a) address of this corporation's current registered office in this Commonwealth (post office box, alone, is not acceptable) or (b) name of its commercial registered office provider and the county of venue is:

   (a) Number and Street
   339 Highway 315,

   City
   Pittston

   State
   PA

   Zip
   18640

   County
   Luzerne

   (b) Name of Commercial Registered Office Provider

   c/o:


4. Check and complete one:

---

The corporation is organized on a nonstock basis.

X The corporation is organized on a stock share basis and the aggregate number of shares authorized is: 100000

PENN File: August 26, 2016
5. The name and address, including number and street, if any, of each incorporator (all incorporators must sign below):
   Name
   Joseph J. Prociak
   Address
   [Redacted]

6. The specified effective date, if any
   is:
   __________________________  __________________________
   month/day/year hour, if any

7. Additional provisions of the articles, if any, attach an 8½ by 11 sheet.

8. Statutory close corporation only: Neither the corporation nor any shareholder shall make an offering of any of its shares of any class that would constitute a "public offering" within the meaning of the Securities Act of 1933 (15 U.S.C. § 77a et seq.)

9. Cooperative corporations only: Complete and strike out inapplicable term:
   The common bond of membership among its members is: __________________________

10. Benefit corporations only: This corporation shall have the purpose of creating general public benefit.
    Strike out if inapplicable: This corporation shall have the purpose of creating the enumerated specific public benefit(s):

   __________________________
   __________________________

IN TESTIMONY WHEREOF, the incorporator(s) has/have signed these Articles of Incorporation this
26       day of August    ,     2016    .

Joseph J. Prociak
Joseph J. Prociak
Signature
CORPORATE RECORDS
OF
POWER PLANT MEDICINAL, INC.

INCORPORATED UNDER THE LAWS
OF THE
COMMONWEALTH OF PENNSYLVANIA

LAW OFFICES
OF
JOSEPH J. PROCIAK
BOX 27, 31 NORTH MARKET STREET
NANTICOKE, PA 18634
(570) 740-7689
BY LAWS
OF
power plant medicinal, inc.
(a Pennsylvania corporation)

ARTICLE I

OFFICES AND FISCAL YEAR

Section 1.01. REGISTERED OFFICE. The registered office of
the corporation in Pennsylvania shall be at 339 Highway 315,
pittston, PA., until otherwise established
by an amendment of the articles or by the board of directors and a
record of such change is filed with the Department of State in the
manner provided by law.

Section 1.02. OTHER OFFICES. The corporation may also have
offices at such other places within or without Pennsylvania as the
board of directors may from time to time appoint or the business of
the corporation may require.

Section 1.03. FISCAL YEAR. The fiscal year of the corpora-
tion shall begin the 1st day of January in each year.

ARTICLE II

NOTICE - WAIVERS - MEETINGS GENERALLY

Section 2.01. MANNER OF GIVING NOTICE.

(a) General rule. Whenever written notice is required to
be given to any person under the provisions of the Business
Corporation Law or by the Articles or these bylaws, it may be given
to the person either personally or by sending a copy thereof by first
class or express mail, postage prepaid, or by telegram (with
messenger service specified), telex or TWX (with answerback received)
or courier service, charges prepaid, or by facsimile transmission, to
the address (or to the telex, TWX or facsimile number) of the person
appearing on the books of the corporation or, in the case of
directors, supplied by the directors to the corporation for the
purpose of notice. If the notice is sent by mail, telegraph or
courier service, it shall be deemed to have been given to the person
entitled thereto when deposited in the United States mail or with a
telegraph office or courier service for delivery to that person or,
in the case of telex or TWX, when dispatched or, in the case of
facsimile, when received. A notice of meeting shall specify the
place, day and hour of the meeting and any other information required
by any other provision of the Business Corporation Law, the articles or these bylaws.

(b) Adjourned shareholder meetings. When a meeting of shareholders is adjourned, it shall not be necessary to give any notice of the adjourned meeting or of the business to be transacted at an adjourned meeting, other than by announcement at the meeting at which the adjournment is taken, unless the board fixes a new record date for the adjourned meeting or these bylaws require notice of the business to be transacted and such notice has not previously been given.

Section 2.02. NOTICE OF MEETINGS OF BOARD OF DIRECTORS.

Notice of a regular meeting of the board of directors need not be given. Notice of every special meeting of the board of directors shall be given to each director by telephone or in writing at least 24 hours (in the case of notice by telephone, telex, TWX or facsimile transmission) or 48 hours (in the case of notice by telegraph, courier service or express mail) or five days (in the case of notice by first class mail) before the time at which the meeting is to be held. Every such notice shall state the time and place of the meeting. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the board need be specified in a notice of a meeting.

Section 2.03. NOTICE OF MEETINGS OF SHAREHOLDERS.

(a) General rule. Written notice of every meeting of the shareholders shall be given by, or at the direction of, the secretary to each shareholder of record entitled to vote at the meeting at least:

(1) ten days prior to the day named for a meeting called to consider a fundamental transaction under 15 Pa.C.S. Chapter 19 regarding amendments of articles of incorporation, mergers, consolidations, share exchanges, sale of assets, divisions, conversions, liquidations and dissolution; or

(2) five days prior to the day named for the meeting in any other case.

If the secretary neglects or refuses to give notice of a meeting, the person or persons calling the meeting may do so. In the case of a special meeting of shareholders, the notice shall specify the general nature of the business to be transacted, and in all cases the notice shall comply with the express requirements of this section. The corporation shall not have a duty to augment the notice.

(b) Notice of action by shareholders on bylaws. In the case of a meeting of shareholders that has as one of its purposes action on the bylaws, written notice shall be given to each shareholder that the purpose, or one of the purposes, of the meeting
is to consider the adoption, amendment or repeal of the bylaws. There shall be included in, or enclosed with, the notice a copy of the proposed amendment or a summary of the changes to be effected thereby.

Section 2.04. WAIVER OF NOTICE.

(a) Written waiver. Whenever any written notice is required to be given under the provisions of the Business Corporation Law, the Articles or these bylaws, a waiver thereof in writing, signed by the person or persons entitled to the notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of the notice. Except as otherwise required by this subsection, neither the business to be transacted at, nor the purpose of, a meeting need be specified in the waiver of notice of the meeting. In the case of a special meeting of shareholders, the waiver of notice shall specify the general nature of the business to be transacted.

(b) Waiver by attendance. Attendance of a person at any meeting shall constitute a waiver of notice of the meeting except where a person attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting was not lawfully called or convened.

Section 2.05. MODIFICATION OF PROPOSAL CONTAINED IN NOTICE.

Whenever the language of a proposed resolution is included in a written notice of a meeting required to be given under the provisions of the Business Corporation Law or the Articles or these bylaws, the meeting considering the resolution may without further notice adopt it with such clarifying or other amendments as do not enlarge its original purpose.

Section 2.06. EXCEPTION TO REQUIREMENT OF NOTICE.

(a) General rule. Whenever any notice or communication is required to be given to any person under the provisions of the Business Corporation Law or by the Articles or these bylaws or by the terms of any agreement or other instrument or as a condition precedent to taking any corporate action and communication with that person is then unlawful, the giving of the notice or communication to that person shall not be required.

(b) Shareholders without forwarding addresses. Notice or other communications shall not be sent to any shareholder with whom the corporation has been unable to communicate for more than 24 consecutive months because communications to the shareholder are returned unclaimed or the shareholder has otherwise failed to provide the corporation with a current address. Whenever the shareholder provides the corporation with a current address, the corporation shall commence sending notices and other communications to the shareholder in the same manner as to other shareholders.
Section 2.07. USE OF CONFERENCE TELEPHONE AND SIMILAR EQUIPMENT. One or more persons may participate in a meeting of the board of directors or the shareholders of the corporation by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section shall constitute presence in person at the meeting.

ARTICLE III

SHAREHOLDERS

Section 3.01. PLACE OF MEETING. All meetings of the shareholders of the corporation shall be held at the registered office of the corporation unless another place is designated by the board of directors in the notice of a meeting.

Section 3.02. ANNUAL MEETING. The board of directors may fix the date and time of the annual meeting of the shareholders, but if no such date and time is fixed by the board, the meeting for any calendar year shall be held on the 1st Monday of August in such year, if not a legal holiday under the laws of Pennsylvania, and, if a legal holiday, then on the next succeeding business day, not a Saturday, at Ten o'clock A.M., and at said meeting the shareholders then entitled to vote shall elect directors and shall transact such other business as may properly be brought before the meeting. If the annual meeting shall not have been called and held within six months after the designated time, any shareholder may call the meeting at any time thereafter. Except as otherwise provided in the Articles, at least one meeting of the shareholders shall be held in each calendar year for the election of directors.

Section 3.03. SPECIAL MEETINGS.

(a) Call of special meetings. Special meetings of the shareholders may be called at any time:

(1) by the board of directors; or

(2) unless otherwise provided in the articles, by shareholders entitled to cast at least 20% of the vote that all shareholders are entitled to cast at the particular meeting.

(b) Fixing time of meeting. At any time, upon written request of any person who has called a special meeting, it shall be the duty of the secretary to fix the time of the meeting which shall be held not more than 60 days after the receipt of the request. If the secretary neglects or refuses to fix a time of the meeting, the person or persons calling the meeting may do so.
Section 3.04. QUORUM AND ADJOURNMENT.

(a) General rule. A meeting of shareholders of the corporation duly called shall not be organized for the transaction of business unless a quorum is present. The presence of shareholders entitled to cast at least a majority of the votes that all shareholders are entitled to cast on a particular matter to be acted upon at the meeting shall constitute a quorum for the purposes of consideration and action on the matter. Shares of the corporation owned, directly or indirectly, by it and controlled, directly or indirectly, by the board of directors of this corporation, as such, shall not be counted in determining the total number of outstanding shares for quorum purposes at any given time.

(b) Withdrawal of a quorum. The shareholders present at a duly organized meeting can continue to do business until adjournment notwithstanding the withdrawal of enough shareholders to leave less than a quorum.

(c) Adjournment for lack of quorum. If a meeting cannot be organized because a quorum has not attended, those present may, except as provided in the Business Corporation Law, adjourn the meeting to such time and place as they may determine.

(d) Adjournments generally. Any meeting at which directors are to be elected shall be adjourned only from day to day, or for such longer periods not exceeding 15 days each as the shareholders present and entitled to vote shall direct, until the directors have been elected. Any other regular or special meeting may be adjourned for such period as the shareholders present and entitled to vote shall direct.

(e) Electing directors at adjourned meeting. Those shareholders entitled to vote who attend a meeting called for the election of directors that has been previously adjourned for lack of a quorum, although less than a quorum as fixed in this section, shall nevertheless constitute a quorum for the purpose of electing directors.

(f) Other action in absence of quorum. Those shareholders entitled to vote who attend a meeting of shareholders that has been previously adjourned for one or more periods aggregating at least 15 days because of an absence of a quorum, although less than a quorum as fixed in this section, shall nevertheless constitute a quorum for the purpose of acting upon any matter set forth in the notice of the meeting if the notice states that those shareholders who attend the adjourned meeting shall nevertheless constitute a quorum for the purpose of acting upon the matter.

Section 3.05. ACTION BY SHAREHOLDERS.

(a) General rule. Except as otherwise provided in the Business Corporation Law or the Articles or these bylaws, whenever any corporate action is to be taken by vote of the shareholders of
the corporation, it shall be authorized upon receiving the affirmative vote of a majority of the votes cast by all shareholders entitled to vote thereon.

(b) Interested shareholders. Any merger or other transaction authorized under 15Pa.C.S. Subchapter 19C between the corporation or subsidiary thereof and a shareholder of this corporation, or any voluntary liquidation authorized under 15 Pa.C.S. Subchapter 19F in which a shareholder is treated differently from other shareholders of the same class (other than any dissenting shareholders), shall require the affirmative vote of the shareholders entitled to cast at least a majority of the votes that all shareholders other than the interested shareholder are entitled to cast with respect to the transaction, without counting the vote of the interested shareholder. For the purposes of the preceding sentence, interested shareholder shall include the shareholder who is a party to the transaction or who is treated differently from other shareholders and any person, or group of persons, that is acting jointly or in concert with the interested shareholder and any person who, directly or indirectly, controls, is controlled by or is under common control with the interested shareholder. An interested shareholder shall not include any person who, in good faith and not for the purpose of circumventing this subsection, is an agent, bank, broker, nominee or trustee for one or more other persons, to the extent that the other person or persons are not interested shareholders.

(c) Exceptions. Subsection (b) shall not apply to a transaction:

(1) that has been approved by a majority vote of the board of directors without counting the vote of directors who:

(i) are directors or officers of, or have a material equity interest in, the interested shareholder; or

(ii) were nominated for election as a director by the interested shareholder, and first elected as a director, within 24 months of the date of the vote on the proposed transaction; or

(2) in which the consideration to be received by the shareholders for shares of any class of which shares are owned by the interested shareholder is not less than the highest amount paid by the interested shareholder in acquiring shares of the same class.

(d) Additional approvals. The approvals required by subsection (b) shall be in addition to, and not in lieu of, any other approval required by the Business Corporation Law, the Articles or these bylaws, or otherwise.
Section 3.06. ORGANIZATION. At every meeting of the shareholders, the chairman of the board, if there be one, or, in the case of vacancy in office or absence of the chairman of the board, one of the following officers present in the order stated: the vice chairman of the board, if there be one, the president, the vice presidents in their order of rank and seniority, or a person chosen by vote of the shareholders present, shall act as chairman of the meeting. The secretary or, in the absence of the secretary, an assistant secretary, or in the absence of both the secretary and assistant secretaries, a person appointed by the chairman of the meeting, shall act as secretary.

Section 3.07. VOTING RIGHTS OF SHAREHOLDERS. Unless otherwise provided in the Articles, every shareholder of the corporation shall be entitled to one vote for every share standing in the name of the shareholder on the books of the corporation.

Section 3.08. VOTING AND OTHER ACTION BY PROXY.

(a) General rule.

(1) Every shareholder entitled to vote at a meeting of shareholders or to express consent or dissent to corporate action in writing without a meeting may authorize another person to act for the shareholder by proxy.

(2) The presence of, or vote or other action at a meeting of shareholders, or the expression of consent or dissent to corporate action in writing, by a proxy of a shareholder shall constitute the presence of, or vote or action by, or written consent or dissent of the shareholder.

(3) Where two or more proxies of a shareholder are present, the corporation shall, unless otherwise expressly provided in the proxy, accept as the vote of all shares represented thereby the vote cast by a majority of them and, if a majority of the proxies cannot agree whether the shares represented shall be voted or upon the manner of voting the shares, the voting of the shares shall be divided equally among those persons.

(b) Execution and filing. Every proxy shall be executed in writing by the shareholder or by the duly authorized attorney-in-fact of the shareholder and filed with the secretary of the corporation. A telegram, telex, cablegram, datagram or similar transmission from a shareholder or attorney-in-fact, or a photographic, facsimile or similar reproduction of a writing executed by a shareholder or attorney-in-fact:

(1) may be treated as properly executed for purposes of this section; and
(2) shall be so treated if it sets forth a confidential and unique identification number or other mark furnished by the corporation to the shareholder for the purposes of a particular meeting or transaction.

(c) Revocation. A proxy, unless coupled with an interest, shall be revocable at will, notwithstanding any other agreement or any provision in the proxy to the contrary, but the revocation of a proxy shall not be effective until written notice thereof has been given to the secretary of the corporation. An unrevoked proxy shall not be valid after three years from the date of its execution unless a longer time is expressly provided therein. A proxy shall not be revoked by the death or incapacity of the maker unless, before the vote is counted or the authority is exercised, written notice of the death or incapacity is given to the secretary of the corporation.

(d) Expenses. Unless otherwise restricted in the Articles, the corporation shall pay the reasonable expenses of solicitation of votes, proxies or consents of shareholders by or on behalf of the board of directors or its nominees for election to the board, including solicitation by professional proxy solicitors and otherwise.

Section 3.09. VOTING BY FIDUCIARIES AND PLEDGEE. Shares of the corporation standing in the name of a trustee or other fiduciary and shares held by an assignee for the benefit of creditors or by a receiver may be voted by the trustee, fiduciary, assignee or receiver. A shareholder whose shares are pledged shall be entitled to vote the shares until the shares have been transferred into the name of the pledgee, or a nominee of the pledgee, but nothing in this section shall affect the validity of a proxy given to a pledgee or nominee.

Section 3.10. VOTING BY JOINT HOLDERS OF SHARES.

(a) General rule. Where shares of the corporation are held jointly or as tenants in common by two or more persons, as fiduciaries or otherwise:

(1) if only one or more of such persons is present in person or by proxy, all of the shares standing in the names of such persons shall be deemed to be represented for the purpose of determining a quorum and the corporation shall accept as the vote of all the shares the vote cast by a joint owner or a majority of them; and

(2) if the persons are equally divided upon whether the shares held by them shall be voted or upon the manner of voting the shares, the voting of the shares shall be divided equally among the persons without prejudice to the rights of the joint owners or the beneficial owners thereof among themselves.
(b) Exception. If there has been filed with the secretary of the corporation a copy, certified by an attorney at law to be correct, of the relevant portions of the agreement under which the shares are held or the instrument by which the trust or estate was created or the order of court appointing them or of an order of court directing the voting of the shares, the persons specified as having such voting power in the document latest in date of operative effect so filed, and only those persons, shall be entitled to vote the shares but only in accordance therewith.

Section 3.11. VOTING BY CORPORATIONS

(a) Voting by corporate shareholders. Any corporation that is a shareholder of this corporation may vote by any of its officers or agents, or by proxy appointed by any officer or agent, unless some other person, by resolution of the board of directors of the other corporation or provision of its Articles or bylaws, a copy of which resolution or provision certified to be correct by one of its officers has been filed with the secretary of this corporation, is appointed its general or special proxy in which case that person shall be entitled to vote the shares.

(b) Controlled shares. Shares of this corporation owned, directly or indirectly, by it and controlled, directly or indirectly, by the board of directors of this corporation, as such, shall not be voted at any meeting and shall not be counted in determining the total number of outstanding shares for voting purposes at any given time.

Section 3.12. DETERMINATION OF SHAREHOLDERS OF RECORD.

(a) Fixing record date. The board of directors may fix a time prior to the date of any meeting of shareholders as a record date for the determination of the shareholders entitled to notice of, or to vote at, the meeting, which time, except in the case of an adjourned meeting, shall be not more than 90 days prior to the date of the meeting of shareholders. Only shareholders of record on the date fixed shall be so entitled notwithstanding any transfer of shares on the books of the corporation after any record date fixed as provided in this subsection. The board of directors may similarly fix a record date for the determination of shareholders of record for any other purpose. When a determination of shareholders of record has been made as provided in this section for purposes of a meeting, the determination shall apply to any adjournment thereof unless the board fixes a new record date for the adjourned meeting.

(b) Determination when a record date is not fixed. If a record date is not fixed:

(1) The record date for determining shareholders entitled to notice of or to vote at a meeting of shareholders shall be at the close of business on the date next preceding the day on which notice is given or, if notice is waived, at the close of business on the day immediately preceding the day on which the meeting is held.
(2) The record date for determining shareholders entitled to express consent or dissent to corporate action in writing without a meeting, when prior action by the board of directors is not necessary, to call a special meeting of the shareholders or propose an amendment of the Articles, shall be the close of business on the day on which the first written consent or dissent, request for a special meeting or petition proposing an amendment of the Articles is filed with the secretary of the corporation.

(3) The record date for determining shareholders for any other purpose shall be at the close of business on the day on which the board of directors adopts the resolution relating thereto.

Section 3.13. VOTING LISTS.

(a) General rule. The officer or agent having charge of the transfer books for shares of the corporation shall make a complete list of the shareholders entitled to vote at any meeting of shareholders, arranged in alphabetical order, with the address of and the number of shares held by each. The list shall be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any shareholder during the whole time of the meeting for the purposes thereof.

(b) Effect of list. Failure to comply with the requirements of this section shall not affect the validity of any action taken at a meeting prior to a demand at the meeting by any shareholder entitled to vote thereat to examine the list. The original share register or transfer book, or a duplicate thereof kept in this Commonwealth, shall be prima facie evidence as to who are the shareholders entitled to examine the list or share register or transfer book or to vote at any meeting of shareholders.

Section 3.14. JUDGES OF ELECTION.

(a) Appointment. In advance of any meeting of shareholders of the corporation, the board of directors may appoint judges of election, who need not be shareholders, to act at the meeting or any adjournment thereof. If judges of election are not so appointed, the presiding officer of the meeting may, and on the request of any shareholder shall, appoint judges of election at the meeting. The number of judges shall be one or three. A person who is a candidate for office to be filled at the meeting shall not act as a judge.

(b) Vacancies. In case any person appointed as a judge fails to appear or fails or refuses to act, the vacancy may be filled by appointment made by the board of directors in advance of the convening of the meeting or at the meeting by the presiding officer thereof.
(c) Duties. The judges of election shall determine the number of shares outstanding and the voting power of each, the shares represented at the meeting, the existence of a quorum, the authenticity, validity and effect of proxies, receive votes or ballots, hear and determine all challenges and questions in any way arising in connection with the right to vote, count and tabulate all votes, determine the result and do such acts as may be proper to conduct the election or vote with fairness to all shareholders. The judges of election shall perform their duties impartially, in good faith, to the best of their ability and as expeditiously as is practical. If there are three judges of election, the decision, act or certificate of a majority shall be effective in all respects as the decision, act or certificate of all.

(d) Report. On request of the presiding officer of the meeting, or of any shareholder, the judge shall make a report in writing of any challenge or question or matter determined by them, and execute a certificate of any fact found by them. Any report or certificate made by them shall be prima facie evidence of the facts stated therein.

Section 3.15. CONSENT OF SHAREHOLDERS IN LIEU OF MEETING.

(a) Unanimous written consent. Any action required or permitted to be taken at a meeting of the shareholders or of a class of shareholders may be taken without a meeting if, prior or subsequent to the action, a consent or consents thereto by all of the shareholders who would be entitled to vote at a meeting for such purpose shall be filed with the secretary of the corporation.

(b) Partial written consent. Any action required or permitted to be taken at a meeting of the shareholders or of a class of shareholders may be taken without a meeting upon the written consent of shareholders who would have been entitled to cast the minimum number of votes that would be necessary to authorize the action at a meeting at which all shareholders entitled to vote thereon were present and voting. The consents shall be filed with the secretary of the corporation. The action shall not become effective until after at least ten days' written notice of the action has been given to each shareholder entitled to vote thereon who has not consented thereto.

Section 3.16. MINORS AS SECURITY HOLDERS. The corporation may treat a minor who holds shares or obligations of the corporation as having capacity to receive and to empower others to receive dividends, interest, principal and other payments or distributions, to vote or express consent or dissent and to make elections and exercise rights relating to such shares or obligations unless, in the case of payments or distributions on shares, the corporate officer responsible for maintaining the list of shareholders or the transfer agent of the corporation or, in the case of payments or distributions on obligations, the treasurer or paying officer or agent has received written notice that the holder is a minor.
ARTICLE IV

BOARD OF DIRECTORS

Section 4.01. POWERS; PERSONAL LIABILITY.

(a) General rule. Unless otherwise provided by statute all powers vested by law in the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

(b) Standard of care; justifiable reliance. A director shall stand in a fiduciary relation to the corporation and shall perform his or her duties as a director, including duties as a member of any committee of the board upon which the director may serve, in good faith, in a manner the director reasonably believes to be in the best interests of the corporation and with such care, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances. In performing his or her duties, a director shall be entitled to rely in good faith on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by any of the following:

(1) One or more officers or employees of the corporation whom the director reasonably believes to be reliable and competent in the matters presented.

(2) Counsel, public accountants or other persons as to matters which the director reasonably believes to be within the professional or expert competence of such person.

(3) A committee of the board upon which the director does not serve, duly designated in accordance with law, as to matters within its designated authority, which committee the director reasonably believes to merit confidence.

A director shall not be considered to be acting in good faith if the director has knowledge concerning the matter in question that would cause his or her reliance to be unwarranted.

(c) Consideration of factors. In discharging the duties of their respective positions, the board of directors, committees of the board and individual directors may, in considering the best interests of the corporation, consider the effects of any action upon employees, upon suppliers and customers of the corporation and upon communities in which offices or other establishments of the corporation are located, and all other pertinent factors. The consideration of those factors shall not constitute a violation of subsection (b).
(d) Presumption. Absent breach of fiduciary duty, lack of good faith or self-dealing, actions taken as a director or any failure to take any action shall be presumed to be in the best interests of the corporation.

(e) Personal liability of directors.

(1) A director shall not be personally liable, as such, for monetary damages for any action taken, or any failure to take any action, unless:

(i) the director has breached or failed to perform the duties of his or her office under this section; and

(ii) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness.

(2) The provisions of paragraph (1) shall not apply to the responsibility or liability of a director pursuant to any criminal statute, or the liability of a director for the payment of taxes pursuant to local, State or Federal law.

(f) Notation of dissent. A director who is present at a meeting of the board of directors, or of a committee of the board, at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his or her dissent is entered in the minutes of the meeting or unless the director files a written dissent to the action with the secretary of the meeting before the adjournment thereof or transmits the dissent in writing to the secretary of the corporation immediately after the adjournment of the meeting. The right to dissent shall not apply to a director who voted in favor of the action. Nothing in this section shall bar a director from asserting that minutes of the meeting incorrectly omitted his or her dissent if, promptly upon receipt of a copy of such minutes, the director notifies the secretary in writing, of the asserted omission or inaccuracy.

Section 4.02. QUALIFICATION AND SELECTION OF DIRECTORS.

(a) Qualifications. Each director of the corporation shall be a natural person of full age who need not be a resident of Pennsylvania or a shareholder of the corporation.

(b) Election of directors. Except as otherwise provided in these bylaws, directors of the corporation shall be elected by the shareholders. In elections for directors, voting need not be by ballot, except upon demand made by a shareholder entitled to vote at the election and before the voting begins. The candidates receiving the highest number of votes from each class or group of classes, if any, entitled to elect directors separately up to the number of directors to be elected by the class or group of classes shall be elected. If at any meeting of shareholders, directors of more than
one class are to be elected, each class of directors shall be elected in a separate election.

(c) Cumulative voting. Unless the Articles provide for straight voting, in each election of directors every shareholder entitled to vote shall have the right to multiply the number of votes to which the shareholder may be entitled by the total number of directors to be elected in the same election by the holders of the class or classes of shares of which his or her shares are a part and the shareholders may cast the whole number of his or her votes for one candidate or may distribute them among two or more candidates.

Section 4.03. NUMBER AND TERM OF OFFICE.

(a) Number. The board of directors shall consist of such number of directors, not less than 3 nor more than 3, as may be determined from time to time by resolution of the board of directors.

(b) Term of office. Each director shall hold office until the expiration of the term for which he or she was elected and until a successor has been selected and qualified or until his or her earlier death, resignation or removal. A decrease in the number of directors shall not have the effect of shortening the term of any incumbent director.

(c) Resignation. Any director may resign at any time upon written notice to the corporation. The resignation shall be effective upon receipt thereof by the corporation or at such subsequent time as shall be specified in the notice of resignation.

Section 4.04. VACANCIES.

(a) General rule. Vacancies in the board of directors, including vacancies resulting from an increase in the number of directors, may be filled by a majority vote of the remaining members of the board though less than a quorum, or by a sole remaining director, and each person so selected shall be a director to serve for the balance of the unexpired term, and until a successor has been selected and qualified or until his or her earlier death, resignation or removal.

(b) Action by resigned directors. When one or more directors resign from the board effective at a future date, the directors then in office, including those who have so resigned, shall have power by the applicable vote to fill the vacancies, the vote thereon to take effect when the resignations become effective.

Section 4.05. REMOVAL OF DIRECTORS.

(a) Removal by the shareholders. The entire board of directors, or any class of the board, or any individual director may be removed from office without assigning any cause by the vote of shareholders, or of the holders of a class or series of shares, entitled to elect directors, or the class of directors. In case the
board or a class of the board or any one or more directors are so removed, new directors may be elected at the same meeting. The board of directors may be removed at any time with or without cause by the unanimous vote or consent of shareholders entitled to vote thereon.

(b) Removal by the board. The board of directors may declare vacant the office of a director who has been judicially declared of unsound mind or who has been convicted of an offense punishable by imprisonment for a term of more than one year or if, within 60 days after notice of his or her selection, the director does not accept the office either in writing or by attending a meeting of the board of directors.

(c) Removal of directors elected by cumulative voting. An individual director shall not be removed (unless the entire board or class of the board is removed) if sufficient votes are cast against the resolution for his removal which, if cumulatively voted at an annual or other regular election of directors, would be sufficient to elect one or more directors to the board or to the class.

Section 4.06. PLACE OF MEETINGS. Meetings of the board of directors may be held at such place within or without Pennsylvania as the board of directors may from time to time appoint or as may be designated in the notice of the meeting.

Section 4.07. ORGANIZATION OF MEETINGS. At every meeting of the board of directors, the chairman of the board, if there be one, or, in the case of a vacancy in the office or absence of the chairman of the board, one of the following officers present in the order stated: the vice chairman of the board, if there be one, the president, the vice presidents in their order of rank and seniority, or a person chosen by a majority of the directors present, shall act as chairman of the meeting. The secretary or, in the absence of the secretary, an assistant secretary, or, in the absence of the secretary and the assistant secretaries, any person appointed by the chairman of the meeting, shall act as secretary.

Section 4.08. REGULAR MEETINGS. Regular meetings of the board of directors shall be held at such time and place as shall be designated from time to time by resolution of the board of directors.

Section 4.09. SPECIAL MEETINGS. Special meetings of the board of directors shall be held whenever called by the chairman or by two or more of the directors.

Section 4.10. QUORUM OF AND ACTION BY DIRECTORS.

(a) General rule. A majority of the directors in office of the corporation shall be necessary to constitute a quorum for the transaction of business and the acts of a majority of the directors present and voting at a meeting at which a quorum is present shall be the acts of the board of directors.

(b) Action by written consent. Any action required or permitted to be taken at a meeting of the directors may be taken
without a meeting if, prior or subsequent to the action, a consent or consents thereto by all of the directors in office is filed with the secretary of the corporation.

Section 4.11. EXECUTIVE AND OTHER COMMITTEES.

(a) Establishment and powers. The board of directors may, by resolution adopted by a majority of the directors in office, establish one or more committees to consist of one or more directors of the corporation. Any committee, to the extent provided in the resolution of the board of directors, shall have and may exercise all of the powers and authority of the board of directors except that a committee shall not have any power or authority as to the following:

(1) The submission to shareholders of any action requiring approval of shareholders under the Business Corporation Law.

(2) The creation or filling of vacancies in the board of directors.

(3) The adoption, amendment or repeal of these bylaws.

(4) The amendment or repeal of any resolution of the board that by its terms is amendable or repealable only by the board.

(5) Action on matters committed by a resolution of the board of directors to another committee of the board.

(b) Alternate committee members. The board may designate one or more directors as alternate members of any committee who may replace any absent or disqualified member at any meeting of the committee or for the purposes of any written action by the committee. In the absence or disqualification of a member and alternate member or members of a committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not constituting a quorum, may unanimously appoint another director to act at the meeting in the place of the absent or disqualified member.

(c) Term. Each committee of the board shall serve at the pleasure of the board.

(d) Committee procedures. The term "board of directors" or "board," when used in any provision of these bylaws relating to the organization or procedures of or the manner of taking action by the board of directors, shall be construed to include and refer to any executive or other committee of the board.

Section 4.12. COMPENSATION. The board of directors shall have the authority to fix compensation of directors for their services as directors and a director may be a salaried officer of the corporation.
ARTICLE V

OFFICERS

Section 5.01. OFFICERS GENERALLY.

(a) Number, qualification and designation. The officers of the corporation shall be a president, a secretary, a treasurer, and such other officers as may be elected in accordance with the provisions of Section 5.03. Officers may but need not be directors or shareholders of the corporation. The president and secretary shall be natural persons of full age. The treasurer may be a corporation, but if a natural person shall be of full age. The board of directors may elect from among the members of the board a chairman of the board and a vice chairman of the board who shall be officers of the corporation. Any number of offices may be held by the same person.

(b) Resignations. Any officer may resign at any time upon written notice to the corporation. The resignation shall be effective upon receipt thereof by the corporation or at such subsequent time as may be specified in the notice of resignation.

(c) Bonding. The corporation may secure the fidelity of any or all of its officers by bond or otherwise.

(d) Standard of care. Except as otherwise provided in the Articles, an officer shall perform his or her duties as an officer in good faith, in a manner he or she reasonably believes to be in the best interests of the corporation and with such care, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances. A person who so performs his or her duties shall not be liable by reason of having been an officer of the corporation.

Section 5.02. ELECTION AND TERM OF OFFICE. The officers of the corporation, except those elected by delegated authority pursuant to Section 5.03, shall be elected annually by the board of directors, and each such officer shall hold office for a term of one year and until a successor has been selected and qualified or until his or her earlier death, resignation or removal.

Section 5.03. SUBORDINATE OFFICERS, COMMITTEES AND AGENTS. The board of directors may from time to time elect such other officers and appoint such committees, employees or other agents as the business of the corporation may require, including one or more assistant secretaries, and one or more assistant treasurers, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in these bylaws or as the board of directors may from time to time determine. The board of directors may delegate to any officer or committee the power to elect subordinate officers and to retain or appoint employees or other agents, or committees thereof and to prescribe the authority and duties of such subordinate officers, committees, employees or other agents.
Section 5.04. REMOVAL OF OFFICERS AND AGENTS. Any officer or agent of the corporation may be removed by the board of directors with or without cause. The removal shall be without prejudice to the contract rights, if any, of any person so removed. Election or appointment of an officer or agent shall not of itself create contract rights.

Section 5.05. VACANCIES. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause, shall be filled by the board of directors or by the officer or committee to which the power to fill such office has been delegated pursuant to Section 5.03, as the case may be, and if the office is one for which these bylaws prescribe a term, shall be filled for the unexpired portion of the term.

Section 5.06. AUTHORITY. All officers of the corporation, as between themselves and the corporation, shall have such authority and perform such duties in the management of the corporation as may be provided by or pursuant to resolution or orders of the board of directors or in the absence of controlling provisions in the resolutions or orders of the board of directors, as may be determined by or pursuant to these bylaws.

Section 5.07. THE CHAIRMAN OF THE BOARD. The chairman of the board if there be one, or in the absence of the chairman, the vice chairman of the board, shall preside at all meetings of the shareholders and of the board of directors and shall perform such other duties as may from time to time be requested by the board of directors.

Section 5.08. THE PRESIDENT. The president shall be the chief executive officer of the corporation and shall have general supervision over the business and operations of the corporation, subject however, to the control of the board of directors. The president shall sign, execute, and acknowledge, in the name of the corporation, deeds, mortgages, contracts or other instruments authorized by the board of directors, except in cases where the signing and execution thereof shall be expressly delegated by the board of directors, or by these bylaws, to some other officer or agent of the corporation; and, in general, shall perform all duties incident to the office of president and such other duties as from time to time may be assigned by the board of directors.

Section 5.09. THE SECRETARY. The secretary or an assistant secretary shall attend all meetings of the shareholders and of the board of directors and shall record all votes of the shareholders and of the directors and the minutes of the meetings of the shareholders and of the board of directors and of committees of the board in a book or books to be kept for that purpose; shall see that notices are given and records and reports properly kept and filed by the corporation as required by law; shall be the custodian of the seal of the corporation and see that it is affixed to all documents to be executed on behalf of the corporation under its seal; and, in general, shall perform all duties incident to the office of secretary, and such other duties as may from time to time be assigned by the board of directors or the president.
Section 5.10. THE TREASURER. The treasurer or an assistant treasurer shall have or provide for the custody of the funds or other property of the corporation; shall collect and receive or provide for the collection and receipt of moneys earned by or in any manner due to or received by the corporation; shall deposit all funds in his or her custody as treasurer in such banks or other places of deposit as the board of directors may from time to time designate; shall, whenever so required by the board of directors, render an account showing all transactions as treasurer and the financial condition of the corporation; and, in general, shall discharge such other duties as may from time to time be assigned by the board of directors or the president.

Section 5.11. SALARIES. The salaries of the officers elected by the board of directors shall be fixed from time to time by the board of directors or by such officer as may be designated by resolution of the board. The salaries or other compensation of any other officers, employees and other agents shall be fixed from time to time by the officer or committee to which the power to elect such officers or to retain or appoint such employees or other agents has been delegated pursuant to Section 5.03. No officer shall be prevented from receiving such salary or other compensation by reason of the fact that the officer is also a director of the corporation.

Section 5.12. DISALLOWED COMPENSATION. Any payments made to an officer or employee of the corporation such as a salary, commission, bonus, interest, rent, travel or entertainment expense incurred by him, which shall be disallowed in whole or in part as a deductible expense by the Internal Revenue Service, shall be reimbursed by such officer or employee to the corporation to the full extent of such disallowance. It shall be the duty of the directors, as a Board, to enforce payment of each such amount disallowed. In lieu of payment by the officer or employee, subject to the determination of the directors, proportionate amounts may be withheld from future compensation payments until the amount owed to the corporation has been recovered.

ARTICLE VI

CERTIFICATES OF STOCK, TRANSFER, ETC.

Section 6.01. SHARE CERTIFICATES. Certificates for shares of the corporation shall be in such form as approved by the board of directors, and shall state that the corporation is incorporated under the laws of Pennsylvania, the name of the person to whom issued, and the number and class of shares and the designation of the series (if any) that the certificate represents. The share register or transfer books and blank share certificates shall be kept by the secretary or by any transfer agent or registrar designated by the board of directors for that purpose.

Section 6.02. ISSUANCE. The share certificates of the corporation shall be numbered and registered in the share register or transfer books of the corporation as they are issued. They shall be signed by the president or a vice president and by the secretary or
an assistant secretary or the treasurer or an assistant treasurer, and shall bear the corporate seal, which may be a facsimile, engraved or printed; but where such certificate is signed by a transfer agent or a registrar the signature of any corporate officer upon such certificate may be a facsimile, engraved or printed. In case any officer who has signed, or whose facsimile signature has been placed upon, any share certificate shall have ceased to be such officer because of death, resignation or otherwise, before the certificate is issued, it may be issued with the same effect as if the officer had not ceased to be such at the date of its issue. The provisions of this Section 6.02 shall be subject to any inconsistent or contrary agreement at the time between the corporation and any transfer agent or registrar.

Section 6.03. TRANSFER. Transfers of shares shall be made on the share register or transfer books of the corporation upon surrender of the certificate therefor, endorsed by the person named in the certificate or by an attorney lawfully constituted in writing. No transfer shall be made inconsistent with the provisions of the Uniform Commercial Code, 13 Pa.C.S. § 8101 et seq., and its amendments and supplements.

Section 6.04. RECORD HOLDER OF SHARES. The corporation shall be entitled to treat the person in whose name any share or shares of the corporation stand on the books of the corporation as the absolute owner thereof, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or shares on the part of any other person.

Section 6.05. LOST, DESTROYED OR MUTILATED CERTIFICATES. The holder of any shares of the corporation shall immediately notify the corporation of any loss, destruction or mutilation of the certificate therefor, and the board of directors may, in its discretion, cause a new certificate or certificates to be issued to such holder, in case of mutilation of the certificate, upon the surrender of the mutilated certificate or, in case of loss or destruction of the certificate, upon satisfactory proof of such loss or destruction and, if the board of directors shall so determine, the deposit of a bond in such form and in such sum, and with such surety or sureties, as it may direct.

ARTICLE VII

INDEMNIFICATION OF DIRECTORS, OFFICERS AND OTHER AUTHORIZED REPRESENTATIVES

Section 7.01. SCOPE OF INDEMNIFICATION.

(a) General rule. The corporation shall indemnify an indemnified representative against any liability incurred in connection with any proceeding in which the indemnified representative may be involved as a party or otherwise by reason of the fact that such person is or was serving in an indemnified capacity, including, without limitation, liabilities resulting from any actual or alleged breach or neglect of duty, error, misstatement
or misleading statement, negligence, gross negligence or act giving rise to strict or products liability, except:

(1) where such indemnification is expressly prohibited by applicable law;

(2) where the conduct of the indemnified representative has been finally determined pursuant to Section 7.06 or otherwise:

(i) to constitute willful misconduct or recklessness within the meaning of 15 Pa.C.S. § 513(b), 518(b) and 1745, 1746 or any superseding provision of law sufficient in the circumstances to bar indemnification against liabilities arising from the conduct; or

(ii) to be based upon or attributable to the receipt by the indemnified representative from the corporation of a personal benefit to which the indemnified representative is not legally entitled; or

(3) to the extent such indemnification has been finally determined in a final adjudication pursuant to Section 7.06 to be otherwise unlawful.

(b) Partial payment. If an indemnified representative is entitled to indemnification in respect of a portion, but not all, of any liabilities to which such person may be subject, the corporation shall indemnify such indemnified representative to the maximum extent for such portion of the liabilities.

(c) Presumption. The termination of a proceeding by judgment, order, settlement or conviction or upon a plea of nolo contendere or its equivalent shall not of itself create a presumption that the indemnified representative is not entitled to indemnification.

(d) Definitions. For purposes of this Article:

(1) "indemnified capacity" means any and all past, present and future service by an indemnified representative in one or more capacities as a director, officer, employee or agent of the corporation, or, at the request of the corporation, as a director, officer, employee, agent, fiduciary or trustee of another corporation, partnership, joint venture, trust, employee benefit plan or other entity or enterprise;

(2) "indemnified representative" means any and all directors and officers of the corporation and any other person designated as an indemnified representative by the board of directors of the corporation (which may, but need not, include any person serving at the request of the
corporation, as a director, officer, employee, agent, fiduciary or trustee of another corporation, partnership, joint venture, trust, employee benefit plan or other entity or enterprise):

(3) "liability" means any damage, judgment, amount paid in settlement, fine, penalty, punitive damages, excise tax assessed with respect to an employee benefit plan, or cost or expense, of any nature (including, without limitation, attorneys' fees and disbursements); and

(4) "proceeding" means any threatened, pending or completed action, suit, appeal or other proceeding of any nature, whether civil, criminal, administrative or investigative, whether formal or informal, and whether brought by or in the right of the corporation, a class of its security holders or otherwise.

Section 7.02. PROCEEDINGS INITIATED BY INDEMNIFIED REPRESENTATIVES. Notwithstanding any other provision of this Article, the corporation shall not indemnify under this Article an indemnified representative for any liability incurred in a proceeding initiated (which shall not be deemed to include counter-claims or affirmative defenses) or participated in as an intervenor or amicus curiae by the person seeking indemnification unless such initiation of or participation in the proceeding is authorized, either before or after its commencement, by the affirmative vote of a majority of the directors in office. This section does not apply to a reimbursement of expenses incurred in successfully prosecuting or defending an arbitration under Section 7.06 or otherwise successfully prosecuting or defending the rights of an indemnified representative granted by or pursuant to this Article.

Section 7.03. ADVANCING EXPENSES. The corporation shall pay the expenses (including attorneys' fees and disbursements) incurred in good faith by an indemnified representative in advance of the final disposition of a proceeding described in Section 7.01 or the initiation of or participation in which is authorized pursuant to Section 7.02 upon receipt of an undertaking by or on behalf of the indemnified representative to repay the amount if it is ultimately determined pursuant to Section 7.06 that such person is not entitled to be indemnified by the corporation pursuant to this Article. The financial ability of an indemnified representative to repay an advance shall not be a prerequisite to the making of such advance.

Section 7.04. SECURING OF INDEMNIFICATION OBLIGATIONS. To further effect, satisfy or secure the indemnification obligations provided herein or otherwise, the corporation may maintain insurance, obtain a letter of credit, act as self-insurer, create a reserve, trust, escrow, cash collateral or other fund or account, enter into indemnification agreements, pledge or grant a security interest in any assets or properties of the corporation, or use any other mechanism or arrangement whatsoever in such amounts, at such costs, and upon such other terms and conditions as the board of directors shall deem appropriate. Absent fraud, the determination of the board
of directors with respect to such amounts, costs, terms and conditions shall be conclusive against all security holders, officers and directors and shall not be subject to voidability.

Section 7.05. PAYMENT OF INDEMNIFICATION. An indemnified representative shall be entitled to indemnification within 30 days after a written request for indemnification has been delivered to the secretary of the corporation.

Section 7.06. ARBITRATION.

(a) General rule. Any dispute related to the right to indemnification, contribution or advancement of expenses as provided under this Article, except with respect to indemnification for liabilities arising under the Securities Act of 1933 that the corporation has undertaken to submit to a court for adjudication, shall be decided only by arbitration in the metropolitan area in which the principal executive offices of the corporation are located at the time, in accordance with the commercial arbitration rules then in effect of the American Arbitration Association, before a panel of three arbitrators, one of whom shall be selected by the corporation, the second of whom shall be selected by the indemnnified representative and third of whom shall be selected by the other two arbitrators. In the absence of the American Arbitration Association, or if for any reason arbitration under the arbitration rules of the American Arbitration Association cannot be initiated, or if one of the parties fails or refuses to select an arbitrator or if the arbitrators selected by the corporation and the indemnified representative cannot agree on the selection of the third arbitrator within 30 days after such time as the corporation and the indemnified representative have each been notified of the selection of the other's arbitrator, the necessary arbitrator or arbitrators shall be selected by the presiding judge of the court of general jurisdiction in such metropolitan area.

(b) Burden of proof. The party or parties challenging the right of an indemnified representative to the benefits of this Article shall have the burden of proof.

(c) Expenses. The corporation shall reimburse an indemnified representative for the expenses (including attorneys' fees and disbursements) incurred in successfully prosecuting or defending such arbitration.

(d) Effect. Any award entered by the arbitrators shall be final, binding and nonappealable and judgment may be entered thereon by any party in accordance with applicable law in any court of competent jurisdiction, except that the corporation shall be entitled to interpose as a defense in any such judicial enforcement proceeding any prior final judicial determination adverse to the indemnified representative under Section 7.01(a)(2) in a proceeding not directly involving indemnification under this Article. This arbitration provision shall be specifically enforceable.
Section 7.07. CONTRIBUTION. If the indemnification provided for in this Article or otherwise is unavailable for any reason in respect of any liability or portion thereof, the corporation shall contribute to the liabilities to which the indemnified representative may be subject in such proportion as is appropriate to reflect the intent of this Article or otherwise.

Section 7.08. MANDATORY INDEMNIFICATION OF DIRECTORS, OFFICERS, ETC. To the extent that an authorized representative of the corporation has been successful on the merits or otherwise in defense of any action or proceeding referred to in 15 Pa.C.S. § 1741 or 1742 or in defense of any claim, issue or matter therein, such person shall be indemnified against expenses (including attorneys' fees and disbursements) actually and reasonably incurred by such person in connection therewith.

Section 7.09. CONTRACT RIGHTS; AMENDMENT OR REPEAL. All rights under this Article shall be deemed a contract between the corporation and the indemnified representative pursuant to which the corporation and each indemnified representative intend to be legally bound. Any repeal, amendment or modification hereof shall be prospective only and shall not affect any rights or obligations then existing.

Section 7.10. SCOPE OF ARTICLE. The rights granted by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification, contribution or advancement of expenses may be entitled under any statute, agreement, vote of shareholders or disinterested directors or otherwise both as to action in an indemnified capacity and as to action in any other capacity. The indemnification, contribution and advancement of expenses provided by or granted pursuant to this Article shall continue as to a person who has ceased to be an indemnified representative in respect of matters arising prior to such time, and shall inure to the benefit of the heirs, executors, administrators and personal representatives of such a person.

Section 7.11. RELIANCE OF PROVISIONS. Each person who shall act as an indemnified representative of the corporation shall be deemed to be doing so in reliance upon the rights provided in this Article.

Section 7.12. INTERPRETATION. The provisions of this Article are intended to constitute bylaws authorized by 15 Pa.C.S. §§ 513, 518 and 1746.

ARTICLE VIII

MISCELLANEOUS

Section 8.01. CORPORATE SEAL. The corporation seal shall have inscribed thereon the name of the corporation, the year of its organization and the words "Corporate Seal, Pennsylvania".
Section 8.02. CHECKS. All checks, notes, bills of exchange or other orders in writing shall be signed by such person or persons as the board of directors or any person authorized by resolution of the board of directors may from time to time designate.

Section 8.03. CONTRACTS.

(a) General rule. Except as otherwise provided in the Business Corporation Law in the case of transactions that require action by the shareholders, the board of directors may authorize any officer or agent to enter into any contract or to execute or deliver any instrument on behalf of the corporation, and such authority may be general or confined to specific instances.

(b) Statutory form of execution of instruments. Any note, mortgage, evidence of indebtedness, contract or other document, or any assignment or endorsement thereof, executed or entered into between the corporation and any other person, when signed by one or more officers or agents having actual or apparent authority to sign it, or by the president or vice president and secretary or assistant secretary or treasurer or assistant treasurer of the corporation, shall be held to have been properly executed for and in behalf of the corporation, without prejudice to the rights of the corporation against any person who shall have executed the instrument in excess of his or her actual authority.

Section 8.04. INTERESTED DIRECTORS OR OFFICERS; QUORUM.

(a) General rule. A contract or transaction between the corporation and one or more of its directors or officers or between the corporation and another corporation, partnership, joint venture, trust or other enterprise in which one or more of its directors or officers are directors or officers or have a financial or other interest, shall not be void or voidable solely for that reason, or solely because the director or officer is present at or participates in the meeting of the board of directors that authorizes the contract or transaction, or solely because his, her or their votes are counted for that purpose, if:

(1) the material facts as to the relationship or interest and as to the contract or transaction are disclosed or are known to the board of directors and the board authorizes the contract or transaction by the affirmative vote of a majority of the disinterested directors even though the disinterested directors are less than a quorum;

(2) the material facts as to his or her relationship or interest and as to the contract or transaction are disclosed or are known to the shareholders entitled to vote thereon and the contract or transaction is specifically approved in good faith by vote of those shareholders; or

(3) the contract or transaction is fair as to the corporation as of the time it is authorized, approved or ratified by the board of directors or the shareholders.
(b) Quorum. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board which authorizes a contract or transaction specified in subsection (a).

Section 8.05. DEPOSITS. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositaries as the board of directors may approve or designate, and all such funds shall be withdrawn only upon checks signed by such one or more officers or employees as the board of directors shall from time to time determine.

Section 8.06. CORPORATE RECORDS.

(a) Required records. The corporation shall keep complete and accurate books and records of account, minutes of the proceedings of the incorporators, shareholders and directors and a share register giving the names and addresses of all shareholders and the number and class of shares held by each. The share register shall be kept at either the registered office of the corporation in Pennsylvania or at its principal place of business wherever situated or at the office of its registrar or transfer agent. Any books, minutes or other records may be in written form or any other form capable of being converted into written form within a reasonable time.

(b) Right of inspection. Every shareholder shall, upon written verified demand stating the purpose thereof, have a right to examine, in person or by agent or attorney, during the usual hours for business for any proper purpose, the share register, books and records of account, and records of the proceedings of the incorporators, shareholders and directors and to make copies or extracts therefrom. A proper purpose shall mean a purpose reasonably related to the interest of the person as a shareholder. In every instance where an attorney or other agent is the person who seeks the right of inspection, the demand shall be accompanied by a verified power of attorney or other writing that authorizes the attorney or other agent to so act on behalf of the shareholder. The demand shall be directed to the corporation at its registered office in Pennsylvania or at its principal place of business wherever situated.

Section 8.07. FINANCIAL REPORTS. Unless otherwise agreed between the corporation and a shareholder, the corporation shall furnish to its shareholders annual financial statements, including at least a balance sheet as of the end of each fiscal year and a statement of income and expenses for the fiscal year. The financial statements shall be prepared on the basis of generally accepted accounting principles, if the corporation prepares financial statements for the fiscal year on that basis for any purpose, and may be consolidated statements of the corporation and one or more of its subsidiaries. The financial statements shall be mailed by the corporation to each of its shareholders entitled thereto within 120 days after the close of each fiscal year and, after the mailing and upon written request, shall be mailed by the corporation to any shareholder or beneficial owner entitled thereto to whom a copy of
The most recent annual financial statements has not been previously been mailed. Statements that are audited or reviewed by a public accountant shall be accompanied by the report of the accountant; in other cases, each copy shall be accompanied by a statement of the person in charge of the financial records of the corporation:

(1) Stating his reasonable belief as to whether or not the financial statements were prepared in accordance with generally accepted accounting principles and, if not, describing the basis of presentation.

(2) Describing and material respects in which the financial statements were not prepared on a basis consistent with those prepared for the previous year.

Section 8.08. DIVERSITY AND INCLUSION POLICIES. Diversity refers to the variety of backgrounds and characteristics found in society today; thus, it embraces all aspects of human similarities and differences. While we support diversity as an inclusive concept, reality compels us to focus considerable attention to addressing issues related to those individuals and groups that have historically been adversely affected. As such, diversity specifically refers to differences among people with respect to age, sex, culture, race, ethnicity, religion, color, disability, national origin, ancestry, sexual orientation and veteran status.

The Policy of the Power Plant Medicinal, Inc. is to promote an enriching and supportive climate that allows all employees and members of its community to thrive and succeed. The Corporation shall achieve this goal through the implementation of Diversity and Inclusion Programs. The Diversity and Inclusion Policies will seek to provide a comprehensive, company-wide approach to diversity and inclusivity, access, and equity. Through strategic planning and programmatic development we hope to empower employers, employees, clients, business partners, etc., to build a diverse and inclusive corporate community. This program of Diversity and Inclusion strives to transform our corporate community into a place where all will thrive and grow as they recognize their value in an ever changing, growing, and progressive global marketplace community.

Section 8.09. AMENDMENT OF BYLAWS. These bylaws may be amended or repealed, or new bylaws may be adopted, either (i) by vote of the shareholders at any duly organized annual or special meeting of the shareholders, or (ii) with respect to those matters that are not by statute committed expressly to the shareholders and and regardless of whether the shareholders have previously adopted or approved the bylaw being amended or repealed, by vote of a majority of the board of directors of the corporation in
office at any regular or special meeting of directors. Any change in these bylaws shall take
effect when adopted unless otherwise provided in the resolution effecting the change. See
Section 2.3 (b) (relating to notice of action by shareholders on bylaws).

***************************************************************************************
UNANIMOUS CONSENT IN LIEU OF
ORGANIZATION MEETING OF INCORPORATORS
OF POWER PLANT MEDICINAL, INC.

THE UNDERSIGNED, being all of the incorporators of the above named corporation, a corporation organized under the laws of the Commonwealth of Pennsylvania, hereby adopt the following resolutions:

RESOLVED, That the filing of the Articles of Incorporation with the Department of State of the Commonwealth of Pennsylvania be duly advertised as required by law, and that the Secretary of his corporation cause a copy of the Articles of Incorporation to be prefixed to the minutes, and that this corporation proceed to do business thereunder.

RESOLVED, That the form of By-Laws submitted for the regulation of the affairs of the corporation be adopted and inserted in the minute book immediately following the copy of the Articles of Incorporation.

RESOLVED, That the following are designated to constitute the Board of Directors of this corporation, to hold office for the ensuing year until successors are chosen and qualified:

Marion Pollock
Connie Pollock Rado
Kenneth M. Pollock, Jr.

RESOLVED, That the Board of Directors be and it is hereby authorized to issue the capital stock of this corporation to the full amount or number of shares authorized by the Articles of Incorporation, in such amounts and proportions as from time to time shall be determined by the Board, and to accept in full or in part payment thereof such property as the Board may determine shall be good and sufficient consideration and necessary for the business of this corporation.
Approved by the undersigned Incorporators this 1st day of September, 2016.

Marion Pollock

Connie Pollock Rado

Kenneth M. Pollock, Jr.
UNANIMOUS CONSENT IN LIEU OF
FIRST MEETING OF BOARD OF DIRECTORS
OF POWER PLANT MEDICINAL, INC.

THE UNDERSIGNED, being all of the directors of the above named corporation, hereby adopt the following resolutions:

RESOLVED, That the following persons be appointed to the offices set opposite their respective names, to serve for one year and until their successors are chosen and qualify:

Marion Pollock – President/CEO
Connie Pollock Rado – Secretary
Whitney Pollock Callahan – Treasurer
Megan Millo – Vice President
Kevin Hogan – CFO

RESOLVED, That the share certificates of this corporation shall be in the form submitted.

RESOLVED, That the seal, an impression of which is herewith affixed, be adopted as the corporate seal of this corporation.

RESOLVED, That the Secretary is hereby authorized and directed to procure the proper corporate books, and the Treasurer be and is hereby authorized and directed to pay all fees and expenses incident to an necessary for the organization of the corporation.
RESOLVED, That the officers of this corporation be authorized and directed to open a bank account in the name of the corporation, in accordance with a form of bank resolution attached to these minutes.

WHEREAS any individual or individuals who are members of a partnership holding original issue shares in a domestic small business corporation will benefit under the provisions of Section 1244 of the Internal Revenue Code in the event that their shares are disposed of at a loss or become worthless, by having the loss considered an ordinary loss up to $50,000.00 per taxable year ($100,000.00 on a joint return), and

WHEREAS a small business corporation is defined as one in which the aggregate amount of money and other property received by the corporation for its 1244 stock, as a contribution to capital and as paid in surplus, does not exceed $1,000,000.00; and the corporation has derived more than 50% of its gross income for the five most recent taxable years from sources other than royalties, rents, dividends, interest, annuities or gains from the sale of securities.

RESOLVED, That in order for the shareholders of the corporation to enjoy the benefits of Section 1244 of the Internal Revenue Code, the proper officers of the corporation are hereby directed to issue the shares of the corporation in such manner as to comply with the conditions of Section 1244 and to see that all the required records are maintained and the share certificates are marked “Section 1244 Shares.”

RESOLVED, That the full paid and non-assessable shares of the corporation be issued as follows:

Pollock Trust FBO Stefanie L. Pollock 10,000 shares
Pollock Trust FBO Whitney R. Pollock 10,000 shares
Pollock Trust FBO Kenneth L. Pollock 10,000 shares
Pollock Family Trust FBO Tricia Rado 10,000 shares
FURTHER RESOLVED, That the President and Secretary be and they are hereby authorized and directed to issue and deliver certificates of full paid and non-assessable shares of this corporation to the said above named shareholders.

RESOLVED, That the officers of the corporation are authorized and directed to investigate the advantages of the corporation being taxed under Subchapter “S” of the Internal Revenue Code and if found to be advisable, recommend to the shareholders that they execute the required forms and have them timely filed with the District Director of Internal Revenue.

RESOLVED, That the proper officers of the corporation be and they are hereby authorized and directed on behalf of the corporation, and under its corporate seal, to make and file such certificate, report or other instrument as may be required by law to be filed in any state, territory, or dependency of the United States, or in any foreign country, in which said officers shall find it necessary or expedient to file the same to authorize the corporation to transact business in such state, territory, dependency or foreign country.

Approved by the undersigned Directors this 1st day of September, 2016.

Marion Pollock

Connie Pollock Rado

Kenneth M. Pollock, Jr.
Attachment C: Property Title, Lease, or Option to Acquire Property Location

Instructions:
- Attach one of the following:
  - Evidence of the applicant’s clear legal title to or option to purchase the proposed site and facility
  - A fully-executed copy of the applicant’s unexpired lease for the proposed site and facility and a written statement from the property owner that the applicant may operate a medical marijuana organization on the proposed site for, at a minimum, the term of the initial permit
  - Other evidence that shows that the applicant has a location to operate its medical marijuana organization
- Complete this cover sheet. Scan this sheet and the appropriate document(s) and save it as a PDF file called "Attachment C," using the appropriate file name format

<table>
<thead>
<tr>
<th>Business Name, as it appears on the applicant’s certificate of incorporation, charter, bylaws, partnership agreement or other official documents:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Power Plant Medicinal, Inc.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Trade names and DBA (doing business as) names:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Power Plant Medicinal</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Principal Business Address: 339 Highway 315</th>
</tr>
</thead>
<tbody>
<tr>
<td>City: Pittston</td>
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<tr>
<td>Phone: DOH REDACTED</td>
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</tbody>
</table>
Acknowledgement of Use

The Landlord, Huntsville Limited Partnership, has entered into a Lease Agreement with Power Plant Medicinal, Inc., as Tenant, for property located at 31 North Market Street, Nanticoke, PA. for use as a Medical Marijuana dispensary. The Landlord hereby acknowledges that the Tenant may utilize the premises for the purpose of a Medical Marijuana Dispensary and agrees to lease the premises to Power Plant Medicinal, Inc. for (at a minimum) the term of Power Plant Medicinal, Inc.'s initial permit issued by the Commonwealth of Pennsylvania.

This Acknowledgement of use is made this 14th day of March, 2017.

Huntsville Limited Partnership

[Signature]

Joseph J. Prociak, President of the General Partner
LEASE AGREEMENT

THIS LEASE AGREEMENT, made this 1st day of March, 2017, by and between HUNTSVILLE LIMITED PARTNERSHIP, a Pennsylvania Limited Partnership, of the Municipality of Nanticoke, County of Luzerne, and Commonwealth of Pennsylvania, (hereinafter called the "LANDLORD") and POWER PLANT MEDICINAL, INC., a Pennsylvania corporation (hereinafter referred to as the ("TENANT").

WHEREAS, the LANDLORD is the owner of a certain piece or parcel of property situate at 27 North Market Street, Nanticoke, Luzerne County, PA 18634; and

WHEREAS, the TENANT desires to lease the above-mentioned premises from the LANDLORD and the LANDLORD desires to lease the same to the TENANT.

WITNESSETH:

IN CONSIDERATION of the mutual covenants and promises contained herein, the sufficiency and receipt of which consideration is hereby acknowledged by the parties hereto, and intending to be legally bound hereby, the parties agree as follows:

1. Leased Premises

   The LANDLORD does demise, lease and let unto the TENANT, and the TENANT does rent and take from the LANDLORD, the premises situate at 27 North Market Street, Nanticoke, Luzerne County, PA 18634.

2. Term
2. **Term**

The term of this Lease shall be Twenty (20) years, commencing on the First day of March, 2017 and ending on the last day of February, 2037 (the “Lease Term”). The parties agree, however, that in the event the Tenant fails to receive a Medical Marijuana Dispensary license from the PA Department of Health, the Tenant shall have the option of terminating the Lease upon thirty days’ notice to the Landlord.

At the end of the original Lease Term, this LEASE AGREEMENT shall automatically be renewed from year to year. The rental payable during any renewal period shall be subject to modification by agreement between the parties which agreement shall occur within three (3) months of the beginning of the extended term. In the event that the parties are unable to agree upon an amendment to the rental due hereunder, said Lease Agreement may terminate at the option of the LANDLORD or the Lease Agreement shall remain in effect under the same terms and conditions of the previous term.

If the TENANT holds over or fails to vacate the Lease Premises at the expiration of the term, or any extensions thereof, the LANDLORD shall have the option of either (a) regarding the TENANT as a tenant at sufferance; or (b) declaring the TENANT in default under the terms of this LEASE AGREEMENT; or (c) exercising whatever rights the LANDLORD may have under this LEASE AGREEMENT or at law or in equity.

Unless the LANDLORD expressly agrees in writing to the contrary, the acceptance of any monthly rental payment, additional rent or any other sum from the TENANT during any holdover period shall not be deemed consent by the LANDLORD to the TENANT'S
occupancy of the Leased Premises.

3. **Rent**

   During the first year of the Lease, from March 1, 2017 to February 28, 2018, the Tenant shall make monthly payments of $1.00 per month in addition to the triple net charges for the Premises as described below. During the next year of the Lease, from March 1, 2018 through the last day of February 2019, the Tenant shall make monthly rental payments to the Landlord in the amount of Five Thousand ($5,000) Dollars per month. During the remainder Term of this Lease, Tenant shall pay to the Landlord monthly rent in the amount of $10,000.00 for the Premises. All rental payments shall be in addition to the triple net charges for the Premises as described below. (the “Basic Rent”).

   The TENANT shall pay all rent when due and payable, without any set-off, deduction or prior demand therefore whatsoever. Any payment by the TENANT or acceptance by the LANDLORD or a lesser amount than shall be due from the TENANT to the LANDLORD shall be treated as payment on account. The acceptance by LANDLORD of a check for a lesser amount with an endorsement or statement thereon, or upon any letter accompanying such check, that such lesser amount is payment in full, shall be given no effect, and LANDLORD may accept such check without prejudice to any other rights or remedies which the LANDLORD may have against the TENANT.

4. **Rental Payments, Notices, etc.**

   All rental payments shall be made payable to and notices mentioned in this LEASE AGREEMENT shall be sent by the TENANT to the LANDLORD to Box 27, 31 North
Market Street, Nanticoke, PA 18634. This provision shall remain in full force and effect until and unless countermanded by the LANDLORD upon ten (10) days written notice thereof to the TENANT.

All notices mentioned in this LEASE AGREEMENT shall be sent by the LANDLORD to the TENANT, at Power Plant Medicinal, Inc, Route 315, Pittston Township, Luzerne County, Pennsylvania. This provision shall remain in full force and effect until and unless countermanded by the TENANT upon ten (10) days written notice thereof to the LANDLORD.

All notices designated herein shall be mailed to either of the parties hereto by Registered or Certified Mail, postage pre-paid and shall be deemed sent or given as of the date of such mailing.

5. Parking

It is expressly agreed upon by the parties that the Leased Premises shall include the right of the TENANT to use the parking area surrounding said building for the use by the TENANT, its agents, invitees and customer, however, that the TENANT shall comply with such reasonable rules and regulations as the LANDLORD may adopt from time to time, for the orderly and proper operation of said parking area.

6. Assignment and Subletting

The TENANT shall not assign, mortgage, pledge or encumber this LEASE AGREEMENT, or sublet the Lease Premises or any part thereof, or permit any other person or entity to occupy the Lease Premises or any part thereof without on each occasion first obtaining the prior written consent of the LANDLORD, which consent shall not be reasonably withheld. An
assignment within the meaning of this LEASE AGREEMENT is intended to comprehend not only the voluntary action of the TENANT, but also any levy or sale on execution or other legal process against the TENANT'S goods or other property or the leasehold, and every assignment of assets for the benefit of creditors, and the filing by or against the TENANT of any petition or Order of any adjudication in bankruptcy or under any insolvency, reorganization or other voluntary or compulsory procedure, and the calling of a meeting of creditors, and the filing by or against the TENANT of any petition or notice for a composition with creditors, and any assignments by operation of law.

7. Tenant's Liability for Damages

The TENANT shall at all times during the term hereof maintain the premises in a clean, safe and healthful condition.

It is understood and agreed between the parties hereto that the TENANT shall not be liable in any manner for or on account of any injury or damage that may result directly or indirectly when caused by the LANDLORD'S negligence. The LANDLORD shall not be liable for the injuries sustained by anyone on parking area.

8. Landlord's Liability for Damages

The LANDLORD shall not be liable in any manner to the TENANT for or on account of any injury or damage that may result directly or indirectly to fixtures, equipment or other property of the TENANT, or to and of anyone from the bursting, breaking or leaking of any water pipes, radiators or gas pipes in or about the premises; nor from any damage done or occasioned by or from electric wiring, plumbing, gas, water, snow, ice or anything being upon or coming through the
roof, skylight, trap door, basement or otherwise unless the same shall be caused by the negligence of
the LANDLORD, its agents or employees, or unless caused by structural defects, notice thereof in
writing having been given to the LANDLORD.

9. Liability Insurance

The TENANT agrees to carry liability insurance covering the said Leased Premises on the inside and the entrance-way in front of the same with minimum limits of $300,000.00 for property damage and $1,000,000.00/$3,000,000.00 for personal injuries. The TENANT furthermore agrees to save the LANDLORD free and harmless from any claims, demands, or suits of any person or persons who may be injured on or about the said Leased Premises and the said entrance-way, unless said injury is caused by the negligence of the LANDLORD, or its employees or agents.

The TENANT'S policy shall name the LANDLORD and the TENANT as insured, and shall contain a clause that the insurer will not cancel or change the insurance without giving the LANDLORD ten (10) days prior written notice. The insurance will be carried by an insurance company approved by the LANDLORD and the TENANT shall furnish to the LANDLORD evidence of said insurance by providing a Certificate thereof.

10. Triple Net Lease

It is understood and agreed by and between the parties hereto that this Agreement shall be a "triple net" Lease. Pursuant to the terms of this LEASE AGREEMENT, in addition to the minimum rent specified above, the TENANT shall be responsible to the LANDLORD for heat, hot water, utilities and all other costs of maintaining the subject premises.
TENANT shall pay to the LANDLORD as additional rent, the amount of local real estate taxes levied on the subject property.

TENANT shall pay to the LANDLORD any costs incurred by the LANDLORD in maintaining the subject premises, immediately upon the forwarding of an invoice for the same by the LANDLORD to the TENANT.

TENANT agrees that it will insure the subject premises against fire or other insurable casualty with an appropriate insurance company authorized to do business in the Commonwealth of Pennsylvania in an amount which represents the reasonable replacement value of the subject premises. TENANT shall name LANDLORD as an insured under the policy and shall provide copies of said policies to the LANDLORD on demand. Said policies shall be in a form and substance acceptable to the LANDLORD and said insurance company must be likewise acceptable to the LANDLORD.

11. Remedies

A. Remedies of Tenant

It is mutually agreed between the parties hereto that if the LANDLORD fails to correct, within a reasonable period of time, a problem considered to be a LANDLORD obligation under the terms of this LEASE AGREEMENT and after notification of the same in writing by the TENANT; then the TENANT may elect to correct the problem at his expense and the LANDLORD shall reimburse the TENANT for the reasonable costs of the same, provided a paid itemized statement is submitted, unless the LANDLORD shall have previously notified the TENANT that such problem is not a LANDLORD obligation.
B. Non-Payment of Rent

It is mutually understood and agreed between the parties hereto that if payment or installments of rent are not paid within five (5) days after the due date, then the LANDLORD shall notify the TENANT in writing by Certified Mail of such default; and if the TENANT fails to remedy said default within ten (10) days after said written notice shall have been sent by the LANDLORD, then the entire rent for the balance of the term shall immediately become due and payable, and the LANDLORD may execute a landlord's warrant immediately thereafter and collect the rent by distress without appraisement, which the TENANT hereby waives. In case of such distress to enforce the collection of the rent, said TENANT hereby waives the benefit of all exemption laws and waives the right to replevy the goods thus distrained and agrees to pay the costs of such collection.

Interest on all rent and other charges delinquent shall be charged at the rate of one and one-half (1.5%) percent per month for the annual charge of eighteen (18%) percent of any unpaid balance.

C. Other Breach

It is further agreed that if the TENANT shall breach any other condition of this LEASE AGREEMENT and fails to remedy the same in accordance with the notice and within the time specified in Subparagraph B of this Paragraph 11, or where the breach is such that it requires a period of time to cure, then unless the TENANT shall have commenced to cure said breach within ten (10) days after written notice shall have been sent by registered or certified mail, then and in such event the entire rent for the balance of the term shall immediately become due and
payable; and the rights granted unto the LANDLORD shall be the same as those provided for in Subparagraph B of this Paragraph 11.

D. Attempted Removal

It is further agreed that in the case of removal or attempted removal of the TENANT other than in the usual course of the TENANT'S business during the continuance of this LEASE AGREEMENT, except pursuant to the provisions of Paragraph 6, of this LEASE AGREEMENT, Assignment and Subletting; then and in that case the entire rent to the end of the term shall at once become due and payable, and collectible by distress or otherwise at the option of the LANDLORD.

E. Financial Embarrassment; Issuance of Legal Process

It is further agreed and understood that if the TENANT becomes insolvent or makes an assignment for the benefit of creditors or shall be sold out by Sheriff's sale, or if a petition in bankruptcy shall be filed by or against the said TENANT or if a plan for arrangement shall be filed by the TENANT, then the entire rent for the balance of the term shall at once become due and payable, as if by the terms of this LEASE AGREEMENT it were all payable in advance, and shall be first paid out of the proceeds of said assignment or sale, any law, usage, or custom notwithstanding.

F. Limits on Default

Landlord understands and agrees that its rights in the event of Default might be subject to rules and regulations set forth by the Department of Health in its issuance of a Medical Marijuana Dispensary. Landlord agrees to follow and comply with the rules set forth by the Department of Health when exercising its rights, including the duty, if necessary, to provide Notice
to the Department of Health prior to exercising its rights if required by the Department of Health.

12. **Confession of Judgment**

UPON BREACH OF ANY COVENANT CONTAINED WITHIN THIS LEASE AGREEMENT, AND FAILURE TO CURE SAID BREACH AS HEREIN PROVIDED, THE SAID TENANT, DOES HEREBY CONFESS JUDGMENT FOR THE PAYMENT OF ALL RENT OR MONIES DUE UNDER THE TERMS OF THIS LEASE AGREEMENT OR THAT MAY BECOME DUE BY REASON OF ITS OCCUPANCY OF THE PREMISES HEREIN DESCRIBED IN FAVOR OF THE LANDLORD, ITS SUCCESSORS OR ASSIGNS. IN THE EVENT OF THE BREACH OF ANY OF THE CONDITIONS CONTAINED WITHIN THIS LEASE AGREEMENT AND THE FAILURE TO CURE OR CORRECT THE SAME AS PROVIDED, AND ONLY IN SUCH EVENT, THE SAID TENANT, DOES HEREBY AUTHORIZE ANY ATTORNEY OF ANY COURT OF RECORD OF PENNSYLVANIA OR ELSEWHERE TO APPEAR FOR AND ENTER JUDGMENT AGAINST IT, THE SAID TENANT, IN FAVOR OF THE LANDLORD, ITS SUCCESSORS OR ASSIGNS FOR THE SAID AMOUNT OF RENT AND ANY CHARGES HEREIN INCLUDED AS RENT RESERVED IN THIS LEASE AGREEMENT, COSTS OF SUIT, AND AN ATTORNEY'S FEE OF TEN (10%) PERCENT, WAIVING THE RIGHT OF APPEAL AND INQUISTION AND ALSO WAIVING APPRAISAL. THE AUTHORITY GRANTED HEREIN SHALL NOT BE EXHAUSTED BY THE EXERCISE THEREOF, BUT JUDGMENT MAY BE CONFESSED AS AFORESAID FROM TIME TO TIME AS OFTEN AS ANY OF THE SAID RENT SHALL FALL DUE OR BE IN ARREARS OR AT ANY TIME THERE MAY BE A DEFAULT UNDER THE TERMS OF SAID
LEASE AGREEMENT.

13. **Amicable Action of Ejectment**

THE TENANT FURTHER HEREBY ENTERS INTO AN AMICABLE ACTION OF EJECTMENT FOR THE PREMISES AFORESAID, WITH CONFESSION OF JUDGMENT IN FAVOR OF THE LANDLORD, ITS SUCCESSORS OR ASSIGNS, AND AGREES THAT SUBJECT TO THE QUALIFICATIONS AS PROVIDED ABOVE, A WRIT OF POSSESSION MAY IMMEDIATELY ISSUE UPON THE FILING THEREOF BY THE PROTHONOTARY WHEREBY THE LANDLORD, ITS SUCCESSORS OR ASSIGNS, SHALL HAVE THE RIGHT TO MAKE ENTRY OR RESUME POSSESSION UNDER THE TERMS OF THIS LEASE AGREEMENT, AND ALL COSTS OF SAID ACTION SHALL BE PAID BY THE TENANT. THE AUTHORITY OF THIS WARRANT SHALL NOT BE EXHAUSTED BY THE EXERCISE THEREOF, BUT JUDGMENT IN EJECTMENT MAY BE CONFESSIONED AS AFORESAID FROM TIME TO TIME UPON DEFAULT BY THE TENANT OR UPON TERMINATION OF THIS LEASE AGREEMENT.

14. **Repairs and Alterations**

The TENANT shall be responsible for all repairs. If the TENANT shall desire to make any interior changes in the building, the same may be done by the TENANT, subject to the approval by the LANDLORD, at the cost and expense of the TENANT. The LANDLORD agrees that the LANDLORD will not unreasonably withhold such approval.

       The TENANT agrees that it will install, if it desires, any additional heating, plumbing and air-conditioning systems within the Lease Premises at its own cost and expense and
the operation of all maintenance of the same shall be the responsibility of the TENANT. The LANDLORD warrants that the said heating, plumbing and air-conditioning systems are in good and operable condition at the time of the execution of this LEASE AGREEMENT. The TENANT agrees to have the air-conditioning system and the heating system serviced by a reliable party and to show evidence of the same in writing to the LANDLORD at least once a year, if requested by the LANDLORD.

The maintenance of all lighting, including the replacement of all bulbs, ballasts and all lighting fixtures shall be the responsibility of the TENANT. The TENANT shall pay for any additional electrical fixtures that are needed.

All alterations, additions and improvements made by the TENANT, except removable trade fixtures, shall become the property of the LANDLORD upon installation.

All shelving, counters and all personal property of the TENANT are and shall remain the property of the TENANT, and the TENANT shall have the right to remove the same at the expiration of this LEASE AGREEMENT, provided that the TENANT repairs any damages to the premises resulting from or caused by said removal.

15. Mechanic's Liens

The TENANT shall not create or permit to be created or remain any lien, encumbrance or charge levied on account of any imposition or any mechanics, laborers or materialmen's lien, which might become a lien, encumbrance or charge upon the Leased Premises, or any part thereof, the income therefrom or the LANDLORD'S interest therein, and the TENANT will not suffer any other matter or anything whereby the estates, rights and/or interests of the
LANDLORD might be impaired.

If any mechanics, laborers, materialmen's liens shall at any time be filed against the Leased Premises in violation of this Paragraph 15, the TENANT, within fifteen (15) days after the notice of the filing thereof, will cause it to be discharged of record by payment, deposit, bond, Order of a Court of competent jurisdiction or otherwise. If the TENANT shall fail to cause the lien to be discharged within the period aforesaid, then in addition to any other right or remedy, the LANDLORD may, but shall not be obligated to, discharge it by either paying the amount claimed to be due or by procuring the discharge of any such lien by deposit or by bonding proceedings, and in any such event, the LANDLORD shall be entitled, if the TENANT so elects, to compel the prosecution of any action for the foreclosure of such lien by the lienor and to pay the amount of such judgment in favor of the lienor with interest, costs and allowances. Any amount so paid by the LANDLORD and all costs and expenses incurred by the LANDLORD in conjunction therewith, together with interest thereon at a rate of eighteen (18%) percent per annum, from the respective date of the LANDLORD'S making of the payment and incurring of the costs and expenses, shall constitute additional rent payable by the TENANT under this LEASE AGREEMENT and shall be paid by the TENANT to the LANDLORD on demand.

Nothing contained within this LEASE AGREEMENT shall be deemed or construed in any way as constituting the consent or request of the LANDLORD, express or implied by inference or otherwise, to any contractor, subcontractor, laborer or materialmen for the performance of any labor or the furnishing of any materials for any specific alteration, addition, improvement or repair to the Leased Premises or any part thereof, nor as giving the TENANT any
right, power or authority to contract for or permit the rendering of any services or furnishing of any materials that would give rise to the filing of any lien against the Leased Premises.

16. **LANDLORD’S RIGHT TO ENTER**

The Landlord understand and agrees the Lease is subject to the Tenant’s application for and receipt of a Medical Marijuana Dispensary license from the PA Department of Health and Landlord’s right to enter the facility are subject to the terms of that license. Under no circumstances might the Landlord, Landlord’s agents, servants, employees, and prospective TENANTs or any other persons authorized by Landlord, enter the leased premises without notice to the Tenant and without following the Tenant’s rules as to access or non-access to particular portions of the facility. Tenant agreement to provide access shall not be unreasonably withheld.

17. **Ordinances**

The TENANT at, its own expense, will comply with all ordinances of the local municipality, County and State with regard to the conduct of the TENANT’S business and will make all alterations and repairs necessary to comply with all laws, orders, rules and regulations of the fire and health departments of the same, and all ordinances, regulations and laws of the same, now in existence or to be in effect at any future time.

18. **Fire or Other Casualty**

In the event that the Leased Premises are totally destroyed by fire or other casualty, the TENANT shall have the option of rebuilding or declaring this LEASE AGREEMENT at an end. If the TENANT shall elect to rebuild, it shall commence the said rebuilding with due diligence and the rent for the said Leased Premises shall be abated during the period of such
rebuilding.

If the TENANT shall not commence to rebuild at the latter of (1) ninety (90) days after said fire or other casualty; or (2) ninety (90) days after both the LANDLORD and the TENANT have made settlement with their respective insurance carriers and each other, or if after commencing shall not proceed with due diligence, the TENANT shall have the option of declaring this LEASE AGREEMENT at an end.

In the event that the Lease Premises are partially destroyed by fire or other casualty, then the TENANT shall take the necessary steps preparatory to rebuilding within fifteen (15) days thereafter and shall proceed to make and complete such repairs with due diligence. If the cost of rebuilding shall be more than the proceeds of the insurance monies, then the TENANT shall have the right to cancel said LEASE AGREEMENT. The rent shall be abated during the period of rebuilding on a proportionate basis in such proportion as the square feet of floor space of the destroyed portion bears to the square feet of floor space of the sales area of the Leased Premises, provided that the undamaged space shall be sufficient for the TENANT to conduct its business therein. If the TENANT shall not be able to conduct its business, then and in such event, the rental shall be abated until such time as the premises can be used by the TENANT for the conduct of the TENANT’S business. No penalties shall accrue for reasonable delay which may arise by reason of adjustment of fire insurance on the part of the LANDLORD or TENANT and for reasonable delay on account of "labor troubles" or any other cause beyond the TENANT’S control.

LANDLORD and TENANT hereby waive all rights of subrogation and rights of recovery against each other and against their respective agents, servants, and employees for any
and all losses occurring upon the Leased Premises and/or to any property, whether real or personal contained therein, during the term of the Lease for any renewal or extension thereof, whether or not caused by the negligence of the LANDLORD or the TENANT or their respective agents, servants, or employees or whether or not the LANDLORD or the TENANT or their agents, servants, or employees shall in any way have contributed to such loss.

19. **Quiet Enjoyment**

The LANDLORD does hereby covenant with the TENANT that upon paying the rent as herein provided and performing all other covenants herein contained, the TENANT shall and may peaceably and quietly have, hold and enjoy the Leased Premises for the above-mentioned term without any interruption by the LANDLORD, its successors or assigns, or any person or persons lawfully claiming by or through it.

20. **Condemnation**

If during the term of this LEASE AGREEMENT or any renewal or extension thereof, the Leased Premises or any part of the Leased Premises is taken or condemned for a public or quasi-public use, the TENANT may, at his option to be exercised within thirty (30) days from such taking or condemnation, terminate this LEASE AGREEMENT as of the date when possession is surrendered to the condemnor, and the rent reserved hereunder shall abate and cease proportionately for the balance of the term.

In any such event, the TENANT waives all claims for leasehold damages, diminution of the value of the TENANT'S leasehold interest and all other damages of any kind against the LANDLORD. If this LEASE AGREEMENT is terminated by the LANDLORD pursuant
to this Paragraph 20, the TENANT shall have the right to make a claim, if such claim is permitted by law, against the Condemnor for the removal expenses, business dislocation damages, and moving expenses of the TENANT, provided and only to the extent however that such expenses and damages do not reduce the sums otherwise payable by the condemnor to the LANDLORD.

21. Signs

It is understood and agreed by the parties hereto that any sign or signs to be painted or erected by the TENANT on said Leased Premises or on the street providing access to the premises may be erected without prior approval of the LANDLORD. The TENANT agrees to maintain such sign or signs in good condition and repair at all times.

22. Reentry Into Possession

It is further understood and agreed by the parties hereto that upon the expiration of the within LEASE AGREEMENT or any renewal or extension thereof, the TENANT shall immediately surrender possession of the Leased Premises to the LANDLORD. In the event that the TENANT shall not voluntarily surrender possession of the within Leased Premises, then the LANDLORD, its agent or agents or other representatives, shall have full power and authority to break into and enter upon the within Leased Premises.

23. Partial Invalidity

If any term, covenant or condition of this LEASE AGREEMENT or the application thereof to any person or circumstance shall, to any extent, be invalid or unenforceable, the remainder of this LEASE AGREEMENT or the application of such term, covenant or condition to persons or circumstances other than those as to which it is held invalid or unenforceable, shall not be affected thereby and any term, covenant or condition of this LEASE AGREEMENT shall be valid and enforced to the fullest extent permitted by law.
Cumulative Remedies

All remedies given to the LANDLORD under this LEASE AGREEMENT and remedies given to the LANDLORD by law and equity shall be cumulative and concurrent. No determination of this LEASE AGREEMENT or the taking or recovery of the Leased Premises shall deprive the LANDLORD of any of its remedies or action against the TENANT for rent due at the time or which, under the terms hereof, would in the future become due as if there had been no determination, or sums due at the time or which, under the terms of this LEASE AGREEMENT and the riders, if any, attached hereto and forming a part hereof shall set forth all of the promises, agreements, conditions, warranties, representations and understandings between the LANDLORD and the TENANT relative to the Leased Premises and this leasehold, and that there are not promises, agreements, conditions, warranties, herein set forth. It is further understood and agreed that, except as herein or otherwise provided, no subsequent alteration, amendment, understanding or addition to this LEASE AGREEMENT shall be binding upon the LANDLORD or the TENANT unless reduced to writing and signed by them.

SUBORDINATION

This Lease is and shall be subject and subordinate to all ground or underlying leases of the property and to all mortgages which may now or hereafter be secured upon such leases or the property and to any and all renewals, modifications, consolidations, replacements and extensions by any Landlord or mortgagee, but in confirmation of such subordinations, Tenant shall execute, within fifteen (15) days after being so requested, any certificate that Landlord may reasonably require acknowledging such subordination.

Governing Law

This LEASE AGREEMENT and the construction thereof shall be governed by the laws of the
Commonwealth of Pennsylvania.

27. Binding Upon Heirs, etc.

This LEASE AGREEMENT shall bind all the parties hereto and their respective successors or assignees.

IN WITNESS WHEREOF, the parties hereto have executed this LEASE AGREEMENT the day and year first above written.

ATTEST:

LANDLORD:

HUNTSVILLE LIMITED PARTNERSHIP

By:

TENANT:

POWER PLANT MEDICINAL, INC.

BY:
Attachment F: Affidavit of Business History

Instructions:

- Each principal or operator of the applicant must complete the Affidavit of Business History.
- Execute the affidavit and save as a PDF file called "Attachment F," using the appropriate file name format. A cover sheet is not needed.
Affidavit of Business History

State of Pennsylvania
County of Luzerne

The undersigned, Joseph Procak, hereby certifies the following:

During the 10 years preceding the filing date of the initial permit application, the following principal(s), operator(s), financial backer(s) and employee(s), have held a position of management or ownership of a controlling interest in any other business in this Commonwealth or any other jurisdiction involving the manufacturing or distribution of medical marijuana or a controlled substance:

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I hereby certify that I am authorized to execute this affidavit on behalf of the applicant and that the information contained herein is true and correct and that there is no misrepresentation, falsification or omissions in this affidavit. I am further aware that any false or misleading statement or omitted information is punishable under the applicable provisions of 18 Pa. C.S. Ch. 49 (relating to falsification and intimidation).

Signature of Affiant and Title

Date

3/10/17

Sworn to and subscribed before me this 10 day of March, 2017

Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020
Affidavit of Business History

State of Pennsylvania

County of Luzerne

The undersigned, [Signature] hereby certifies the following:

During the 10 years preceding the filing date of the initial permit application, the following principal(s), operator(s), financial backer(s) and employee(s), have held a position of management or ownership of a controlling interest in any other business in this Commonwealth or any other jurisdiction involving the manufacturing or distribution of medical marijuana or a controlled substance:

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[Signature] 3/10/17

Signature of Affiant and Title Date

Sworn to and subscribed before me this 10 day of March 2017.

Notary Public

MY COMMISSION EXPIRES:

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Business History

State of Pennsylvania
County of Luzerne

The undersigned, Whitney Callahan, hereby certifies the following:

During the 10 years preceding the filing date of the initial permit application, the following principal(s), operator(s), financial backer(s) and employee(s), have held a position of management or ownership of a controlling interest in any other business in this Commonwealth or any other jurisdiction involving the manufacturing or distribution of medical marijuana or a controlled substance:

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I hereby certify that I am authorized to execute this affidavit on behalf of the applicant and that the information contained herein is true and correct and that there is no misrepresentation, falsification or omissions in this affidavit. I am further aware that any false or misleading statement or omitted information is punishable under the applicable provisions of 18 Pa. C.S. Ch. 49 (relating to falsification and intimidation).

Whitney Callahan 3/10/17
Signature of Affiant and Title Date

Sworn to and subscribed before me this 10 day of March 2017.

Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Business History

State of Pennsylvania
County of Luzerne

The undersigned, Adriana Vullo, hereby certifies the following:

During the 10 years preceding the filing date of the initial permit application, the following principal(s), operator(s), financial backer(s) and employee(s), have held a position of management or ownership of a controlling interest in any other business in this Commonwealth or any other jurisdiction involving the manufacturing or distribution of medical marijuana or a controlled substance:

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[Signature]
Signature of Affiant and Title
3/10/17
Date

Sworn to and subscribed before me this 10 day of March, 2017.

[Notary Public]
Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Business History

State of Pennsylvania
County of Luzerne

The undersigned, Kenneth Pollock, hereby certifies the following:

During the 10 years preceding the filing date of the initial permit application, the following principal(s), operator(s), financial backer(s) and employee(s), have held a position of management or ownership of a controlling interest in any other business in this Commonwealth or any other jurisdiction involving the manufacturing or distribution of medical marijuana or a controlled substance:

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[Signature of Affiant and Title]

Date: 3/9/2017

Sworn to and subscribed before me this 9 day of March, 2017.

[Notary Public]

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Business History

State of Pennsylvania )
County of Luzerne ) ss:

The undersigned, Kevin Hogan, hereby certifies the following:

During the 10 years preceding the filing date of the initial permit application, the following principal(s), operator(s), financial backer(s) and employee(s), have held a position of management or ownership of a controlling interest in any other business in this Commonwealth or any other jurisdiction involving the manufacturing or distribution of medical marijuana or a controlled substance:

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Signature of Affiant and Title: Kevin Hogan
Date: 3/9/2017

Sworn to and subscribed before me this 9 day of March, 2017.

Notary Public

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020
Affidavit of Business History

State of Pennsylvania )
County of Luzerne ) ss:

The undersigned, Megan A. Miller, hereby certifies the following:

During the 10 years preceding the filing date of the initial permit application, the following principal(s), operator(s), financial backer(s) and employee(s), have held a position of management or ownership of a controlling interest in any other business in this Commonwealth or any other jurisdiction involving the manufacturing or distribution of medical marijuana or a controlled substance:

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[Signature of Affiant and Title]

Date: 3/9/2017

Sworn to and subscribed before me this 9th day of March, 2017.

[Notary Public]

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL

DEBRA E. KROKOS, Notary Public

Pittston, Luzerne County

My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Business History

State of Pennsylvania
County of Luzerne

The undersigned, Connie Pollock Rado, hereby certifies the following:

During the 10 years preceding the filing date of the initial permit application, the following principal(s), operator(s), financial backer(s) and employee(s), have held a position of management or ownership of a controlling interest in any other business in this Commonwealth or any other jurisdiction involving the manufacturing or distribution of medical marijuana or a controlled substance:

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Connie Pollock Rado 3/9/17
Signature of Affiant and Title Date

Sworn to and subscribed before me this 9 day of March, 2017.

Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Business History

State of Pennsylvania  
County of Luzerne

The undersigned, Mason Pollock, hereby certifies the following:

During the 10 years preceding the filing date of the initial permit application, the following principal(s), operator(s), financial backer(s) and employee(s), have held a position of management or ownership of a controlling interest in any other business in this Commonwealth or any other jurisdiction involving the manufacturing or distribution of medical marijuana or a controlled substance:

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Signature of Affiant and Title  
Date

Sworn to and subscribed before me this 9 day of March, 2017.

Notary Public

COMMONWEALTH OF PENNSYLVANIA

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Business History

State of _Colorado_ )
County of _Denver_ )

The undersigned, _Jeron John Parker_, hereby certifies the following:

During the 10 years preceding the filing date of the initial permit application, the following principal(s), operator(s), financial backer(s) and employee(s), have held a position of management or ownership of a controlling interest in any other business in this Commonwealth or any other jurisdiction involving the manufacturing or distribution of medical marijuana or a controlled substance:

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<tr>
<td>Jeron Parker</td>
<td>CEO</td>
<td>SecurityGuard</td>
<td>60</td>
<td>12/1/2012</td>
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<tr>
<td>David Deaton</td>
<td>CEO</td>
<td>PotMaster Distributing</td>
<td>40</td>
<td>12/1/2012</td>
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I hereby certify that I am authorized to execute this affidavit on behalf of the applicant and that the information contained herein is true and correct and that there is no misrepresentation, falsification or omissions in this affidavit. I am further aware that any false or misleading statement or omitted information is punishable under the applicable provisions of 18 Pa. C.S. Ch. 49 (relating to falsification and intimidation).

[Signature of Affiant and Title]

2/10/2017

Date

Sworn to and subscribed before me this 10th day of March, 2017.

[Notary Public]

GRACE ANNE VERTIDO
Notary Public - State of Colorado
Notary ID 20054014851
My Commission Expires Apr 13, 2017

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Attachment G: Affidavit of Criminal Offense

Instructions:
- Each principal or operator of the applicant must complete the Affidavit of Criminal Offense.
- Execute the affidavit as instructed and save as a PDF file called "Attachment G," using the appropriate file name format. A cover sheet is not needed.
Affidavit of Criminal Offense

State of Pennsylvania
County of Luzerne

The undersigned, Joseph Racciak, hereby certifies the following by checking the boxes below:

**Principal(s):**

- ☐ No principal(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense
- ☐ One or more principals listed in this permit application have been convicted of a criminal offense graded higher than a summary offense

If one or more principal(s) listed in this permit application has been convicted of a criminal offense graded higher than a summary offense, please provide below the name(s) of the principal(s) and the offense(s) of which one or more principal(s) was convicted:

Name(s) ____________________________
Offense(s) __________________________

**Operator(s):**

- ☐ No operator(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense
- ☐ One or more operator(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense

If one or more operator(s) listed in this permit application has been convicted of a criminal offense graded higher than a summary offense, please provide below the name(s) of the operator(s) and the offense(s) of which one or more operator(s) was convicted:

Name(s) ____________________________
Offense(s) __________________________

**Financial Backer(s):**

- ☐ No financial backer(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense
One or more financial backer(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

If one or more financial backer(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense, please provide below the name(s) of the financial backer(s) and the offense(s) of which one or more financial backer(s) was convicted:

Name(s) ____________________________________________
Offense(s) __________________________________________

Signature of Affiant and Title ___________________________
Date ___________________________

Sworn to and subscribed before me this _________ day of ________ 2017

Notary Public ___________________________

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Criminal Offense

State of Pennsylvania
County of Luzerne

The undersigned, Karl Pollack II, hereby certifies the following by checking the boxes below:

**Principal(s):**
- ☒ No principal(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.
- ☐ One or more principals listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

If one or more principal(s) listed in this permit application has been convicted of a criminal offense graded higher than a summary offense, please provide below the name(s) of the principal(s) and the offense(s) of which one or more principal(s) was convicted.

Name(s): __________________________________________
Offense(s): ______________________________________

**Operator(s):**
- ☒ No operator(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.
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Name(s): __________________________________________
Offense(s): ______________________________________

**Financial Backer(s):**
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- ☐ One or more financial backer(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.
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Name(s): ____________________________________________
Offense(s): __________________________________________

[Signature of Affiant and Title]

[Date]

Sworn to and subscribed before me this ______ day of ______, ______.

[Notary Public]

COMMONWEALTH OF PENNSYLVANIA

[Notarial Seal]

DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Criminal Offense

State of Pennsylvania

County of Lawrence

The undersigned, Whitney Callahan, hereby certifies the following by checking the boxes below:

Principal(s):

☒ No principal(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

☐ One or more principals listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

If one or more principal(s) listed in this permit application has been convicted of a criminal offense graded higher than a summary offense, please provide below the name(s) of the principal(s) and the offense(s) of which one or more principal(s) was convicted.

Name(s):

Offense(s):

Operator(s):

☒ No operator(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

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Name(s):

Offense(s):

Financial Backer(s):

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Name(s): __________________________
Offense(s): _________________________

Signature of Affiant and Title 3/10/17

Date

Sworn to and subscribed before me this ______ day of ______, 20____.

Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Criminal Offense

State of Pennsylvania
County of Luzerne

The undersigned, Adriana Vallo, hereby certifies the following by checking the boxes below:

Principal(s):

☒ No principal(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

☐ One or more principals listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

If one or more principal(s) listed in this permit application has been convicted of a criminal offense graded higher than a summary offense, please provide below the name(s) of the principal(s) and the offense(s) of which one or more principal(s) was convicted.

Name(s): ____________________________
Offense(s): __________________________

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Offense(s): __________________________

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Name(s): __________________________
Offense(s): __________________________

[Signature]
Signature of Affiant and Title
3/10/17
Date

Sworn to and subscribed before me this ___ day of __________, 20__.

[Signature]
Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Criminal Offense

State of Pennsylvania

County of Luzerne

The undersigned, Kenneth Pollak Jr., hereby certifies the following by checking the boxes below:

Principal(s):

☒ No principal(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

☐ One or more principals listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

If one or more principal(s) listed in this permit application has been convicted of a criminal offense graded higher than a summary offense, please provide below the name(s) of the principal(s) and the offense(s) of which one or more principal(s) was convicted.

Name(s): ____________________________________________

Offense(s): _______________________________________

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Offense(s): _______________________________________

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Name(s):

Offense(s):

[Signature]
Signature of Affiant and Title

[Date]

Sworn to and subscribed before me this ___ day of March, 2017.

[Notary Public]

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Criminal Offense

State of Pennsylvania, ss:

County of Luzerne, ss:

The undersigned, Kevin Hogan, hereby certifies the following by checking the boxes below:

Principal(s):

☑ No principal(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

☐ One or more principals listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

If one or more principal(s) listed in this permit application has been convicted of a criminal offense graded higher than a summary offense, please provide below the name(s) of the principal(s) and the offense(s) of which one or more principal(s) was convicted.

Name(s): __________________________________________
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Name(s): ____________________________________________
Offense(s): __________________________________________

[Signature]
Signature of Affiant and Title

3/9/2017
Date

Sworn to and subscribed before me this ___ day of March, 2017.

[Signature]
Notary Public

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Criminal Offense

State of Pennsylvania  
County of Dauphin

The undersigned, Megan O. Miller, hereby certifies the following by checking the boxes below:

Principal(s):

☑️ No principal(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

☐ One or more principals listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

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Offense(s): __________________________

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Name(s): ______________________________________________________________________
Offense(s): ____________________________________________________________________

Signature of Affiant and Title

Date

Sworn to and subscribed before me this _____ day of ______, 2017.

Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Criminal Offense

State of Pennsylvania
County of Luzerne

The undersigned, Marion Pallack, hereby certifies the following by checking the boxes below:

Principal(s):
☒ No principal(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.
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Name(s):  
Offense(s):  

[Signature of Affiant and Title]  
[Date]

Sworn to and subscribed before me this ___ day of ___ , 20__.  

[COMMONWEALTH OF PENNSYLVANIA]

[NOTARIAL SEAL]

[DEBRA E. KROKOS, Notary Public]
[Pittston, Luzerne County]
[My Commission Expires December 30, 20__]

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Criminal Offense

State of Pennsylvania
County of Luzerne

The undersigned, ___ (Name), hereby certifies the following by checking the boxes below:

Principal(s):

☒ No principal(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

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Name(s): __________________________
Offense(s): _________________________

[Signature]
[Date]

Sworn to and subscribed before me this ___ day of ______________, 20__

[Notary Public]

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL

DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Criminal Offense

State of Colorado
County of ____________

The undersigned, ____________, hereby certifies the following by checking the boxes below:

Principal(s):
- [ ] No principal(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.
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Name(s): ____________________________
Offense(s): ____________________________

Signature of Affiant and Title ____________________________
Date ____________________________

Sworn to and subscribed before me this ______ day of ______, 20____

__________________________
Notary Public

MY COMMISSION EXPIRES: ______-____-____

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Affidavit of Criminal Offense

State of  [Colorado]  
County of  [Denver]  

The undersigned,  [Dean Porter]  , hereby certifies the following by checking the boxes below:

Principal(s):

☐ No principal(s) listed in this permit application have been convicted of a criminal offense graded higher than a summary offense.

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Offense(s):  

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Name(s):  
Offense(s):  

Signature of Affiant and Title  
Date  

Sworn to and subscribed before me this _____ day of March, 2017.  
Notary Public  

MY COMMISSION EXPIRES:  
4-6-2018  

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Attachment I: Affidavit of Capital Sufficiency

Instructions:
- The applicant must submit an affidavit stating that the applicant meets the capital requirements set forth in §1141.30 (relating to capital requirements)
- Note that there are two different versions below:
  - Attachment I-1 is the affidavit for a grower/process applicant
  - Attachment I-2 is the affidavit for a dispensary applicant
- Execute the appropriate affidavit and save as a PDF file called “Attachment I,” using the appropriate file name format. A cover sheet is not needed.
ATTACHMENT I-2: AFFIDAVIT OF CAPITAL SUFFICIENCY FOR A DISPENSARY PERMIT APPLICANT

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF HEALTH

AFFIDAVIT OF CAPITAL SUFFICIENCY

State of Pennsylvania )
County of Luzerne )

I/WE Marion Pollock

ADDRESS

PHONE

CITY STATE ZIP CODE COUNTY

For the following applicant:

Power Plant Medical, Inc

NAME OF BUSINESS

3201 Highway 315

ADDRESS

PHONE

Pittston PA 18640 Luzerne

CITY STATE ZIP CODE COUNTY

hereby certify that the Applicant named has at least $150,000 on deposit with one or more financial institutions:
<table>
<thead>
<tr>
<th>Type of Capital</th>
<th>Source of Capital</th>
<th>Total Value of Capital</th>
<th>Value not encumbered by debt or other obligations</th>
<th>If on deposit, name and address of financial institution</th>
<th>If on deposit, account number</th>
</tr>
</thead>
<tbody>
<tr>
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</tbody>
</table>

I hereby certify that I am authorized to execute this affidavit on behalf of the applicant and that the information contained herein is true and correct and that there is no misrepresentation, falsification or omissions in this affidavit. I am further aware that any false or misleading statement or omitted information is punishable under the applicable provisions of 18 Pa. C.S. Ch. 49 (relating to falsification and intimidation).

Signature of Affiant and Title

3/10/17

Sworn to and subscribed before me this 16th day of March, 2017.

Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020

A photocopy, facsimile or other electronic version of this document shall be accepted as an original signature.
Attachment J: Sample Medical Marijuana Product Label

Instructions:
- Provide a sample label for each medical marijuana product you expect to produce
- Complete this cover sheet. Scan this sheet and the sample labels and save it as a PDF file called "Attachment J," using the appropriate file name format

<table>
<thead>
<tr>
<th>Business Name, as it appears on the applicant's certificate of incorporation, charter, bylaws, partnership agreement or other official documents:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Power Plant Medicinal, Inc.</td>
</tr>
<tr>
<td>Trade names and DBA (doing business as) names:</td>
</tr>
<tr>
<td>Power Plant Medicinal</td>
</tr>
<tr>
<td>Principal Business Address: 339 Highway 315</td>
</tr>
<tr>
<td>City: Pittston</td>
</tr>
<tr>
<td>Phone: DOH REDACTED</td>
</tr>
</tbody>
</table>
SAMPLE LABEL FOR CAPSULES / PILLS
SAMPLE LABEL FOR SALE
SAMPLE LABEL FOR WAX / OIL
### Key

- **1. Grower**
- **2. Dispensary**
- **3. Product**
- **4. Features: Quality & Weight**
- **5. Package Date**
- **6. Cannabinoid Profile: Including Percentage of THC & CBD**

### Package Instructions

- **Storage Instructions**
- **To Use:**
  - In a cool, dry place out of direct sunlight.
  - Keep the plastic cap on each drip tip.
  - Do not reseal after opening.
  - Do not use the product if it has a moldy smell.

### Cannabinoid Content

<table>
<thead>
<tr>
<th>Cannabinoid</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>CBC</td>
<td>0.2%</td>
</tr>
<tr>
<td>CBG</td>
<td>0.5%</td>
</tr>
<tr>
<td>CBN</td>
<td>0.4%</td>
</tr>
<tr>
<td>CBNa</td>
<td>0.3%</td>
</tr>
<tr>
<td>CBDa</td>
<td>1.3%</td>
</tr>
<tr>
<td>CBD</td>
<td>0.7%</td>
</tr>
<tr>
<td>THCV</td>
<td>0.6%</td>
</tr>
<tr>
<td>THC</td>
<td>1.8%</td>
</tr>
<tr>
<td>THCa</td>
<td>1.3%</td>
</tr>
</tbody>
</table>

### Sample Label for Cartridge / Syringe

- **Product #:** 123-456
- **Packing Date:** 01/01/2017
- **Net Weight:** 5.0 grams
- **Packing Details:**
  - **Brand:** Example Brand
  - **Lot Number:** 123-456

### Packaging Details

- **shipping employee #:** 567-890
- **Preparation Details:**
  - **Process #:** 987-654
  - **Batch #:** 123-456
- **Dispensary Details:**
  - **City:** Example City
  - **State:** Example State

### Additional Information

- **Warnings:**
  - Use as directed.
  - Store in a cool, dry place.
  - Keep out of reach of children.

---

*This sample label is for illustrative purposes only.*
RELEASE AUTHORIZATION

TO: ____________________________

(Do not write above this line – For Department of Health Only)

FROM: Power Plant Medicinal, Inc.

Applicant's Name

I, Megan Milo, by and on behalf of the undersigned applicant, have filed a permit application with the Pennsylvania Department of Health ("Department"). I certify that I am authorized by the applicant to submit this Release Authorization on its behalf and to bind the applicant to all provisions within this Release Authorization. I understand that the applicant is seeking the granting of a privilege and acknowledge that the burden of proving the applicant's qualifications and suitability for a favorable determination is at all times the burden of the applicant.

I understand that a background investigation may be conducted by the Department pursuant to its statutory duty to investigate the character, honesty, integrity and suitability of myself and any entity with which I am associated. I further understand and agree that I am voluntarily executing this Release Authorization to expressly authorize and permit the Department to obtain any and all information it deems necessary, and accept any risk of adverse public notice, embarrassment, criticism, or other action or financial loss which may result from action with respect to this permit application.

The rights and powers herein are granted to facilitate the background investigation being conducted by the Department at my request and on behalf of the applicant and is not otherwise intended to create or establish a legal or fiduciary relationship between the Department, its agents and employees, and me. I hereby acknowledge that no such relationship exists.

1. I hereby authorize and request every person, firm, company, corporation, board, association or institution of any kind, and every Federal, state or local government entity, including but not limited to every court, law enforcement agency, criminal justice agency or probation department, without exception, both foreign and domestic, to whom this Release Authorization is presented having any knowledge, information, documents, forms, photographs, computer files, accounts, ledgers or other items about, relating to or concerning the applicant and to fully discuss with and answer any inquiry made by any duly authorized investigator of the Pennsylvania Department of Health.

2. If this Release Authorization is presented to any brokerage firm, bank, savings and loan, or other financial institution or officer of same, I hereby authorize and request any and all documents, records or correspondence pertaining to the applicant, including but not limited to past loan information, notes, checking account records, savings deposit records, safe deposit box records, passbook records and general ledger folio sheets.

3. I hereby authorize an agent of the Department to obtain and review copies of any and all documents, records or correspondence pertaining to myself and the applicant, and I hereby authorize any Federal, state or municipal agency or body, law enforcement agency or criminal justice agency or department, tax agency or authority, regulatory agency, authority or body, to make full and complete disclosure of any and all information and documents including, but not limited to, documents and information otherwise privileged or not subject to public disclosure, as well as other information on file or available concerning the applicant.

4. This Release Authorization extends to the review and copy of any information protected by law or contact from disclosure, privilege or obligation.

5. I do for the applicant, as well as for myself, my heirs, executors, administrators, successors and assigns, hereby release, remise, exonerate and forever discharge the Department, its members, agents and employees, the Commonwealth of Pennsylvania and its instrumentalities, and any agents and employees
thereof, from any and all liabilities including but not limited to all manner of actions, causes of action, suits, debts, judgments, executions, claims, and demands whatsoever, known and unknown, in law or equity, which exist now or in the future against those entities and persons other than relating to a willfully unlawful disclosure or publication of material or information acquired during my investigation.

6. I do for the applicant, as well as for myself, my heirs, administrators, successors and assigns, hereby release, remise, exonerate and forever discharge every person, firm, company, corporation, board, association or institution of any kind, and every Federal, state or local government entity, including but not limited to every court, law enforcement agency, criminal justice agency or probation department, without exception, both foreign and domestic, to whom this request is presented, and any agents or employees thereof, from any and all liabilities, including but not limited to all manner of actions, causes of action, suits, debts, judgments, executions, claims and demands whatsoever, known or unknown, in law or equity, which exist now or in the future against those entities and persons to whom this request is presented, and any agents or employees thereof, arising out of or by reason of the furnishing or inspection of documents, records or other information released in compliance with a request made pursuant to, or as a result of, having been presented with, this Release Authorization.

7. The applicant agrees to indemnify and hold harmless the Department, its officials and employees and every person, firm, company, corporation, board, association or institution of any kind, and every Federal, state or local government agency, to whom this request is presented and form and against all claims, damages, losses, and expenses including reasonable attorneys’ fees arising out of or by reason of, the acts permitted and provided for in the Release Authorization.

8. I agree that a reproduction of this request by photocopy, facsimile or other similar process shall be for all intents and purposes as valid as the original.

IN WITNESS WHEREOF, I have executed this Release on this 10 day of March, 2017.

__________________________
Authorized Signatory

STATE OF PA )
COUNTY OF Luzerne ) ss:

On this 10 day of March, 2017, before me, a Notary Public, personally appeared
Megan Mills (known to me or satisfactorily proven) to be the person whose
name is subscribed in this Release, and acknowledged that he/she executed the same for the purposes
herein contained.

IN WITNESS THEREOF, I hereunto set my hand and official seal:

__________________________
Notary Public

MY COMMISSION EXPIRES:

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
DEBRA E. KROKOS, Notary Public
Pittston, Luzerne County
My Commission Expires December 30, 2020
Attachment L: Applicant Priorities for Multiple Applications

Instructions:
- This attachment is for applicants who are submitting multiple medical marijuana organization permit applications. Use this attachment to indicate your priorities for which medical marijuana regions or counties you prefer for issuance of a permit. Not providing Attachment L as part of your medical marijuana organization permit application indicates that you have no preference.
- If you submit this form more than once, the last form the Department receives will represent your prioritization. This form cannot be submitted without being part of an application.
- If you elect to submit this attachment, please scan the completed form and save it as a PDF file called "Attachment L," using the appropriate file name format.

Business Name, as it appears on the applicant’s certificate of incorporation, charter, bylaws, partnership agreement or other official documents:

Power Plant Medicinal, Inc.

Trade names and DBA (doing business as) names:

Power Plant Medicinal

Principal Business Address: 339 Highway 315
City: Pittston State: PA Zip Code: 18640
Phone: DOH REDACTED Fax: DOH REDACTED Email: DOH REDACTED

A. Priorities for Multiple Grower/Processor Permit Applications

Please check one of the following:
- The applicant would like to make the Department aware of the applicant’s priorities as listed below.
- The applicant has no preference regarding medical marijuana regions.

<table>
<thead>
<tr>
<th>MEDICAL MARIJUANA REGION</th>
<th>PRIORITY (If you intend to submit a permit application for more than one medical marijuana region, please rank your preferred region from 1-6, with 1 being the highest ranking)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1- Southeast</td>
<td>Priority</td>
</tr>
<tr>
<td>2- Northeast</td>
<td>Priority</td>
</tr>
<tr>
<td>3- Southcentral</td>
<td>Priority</td>
</tr>
<tr>
<td>4- Northcentral</td>
<td>Priority</td>
</tr>
<tr>
<td>5- Southwest</td>
<td>Priority</td>
</tr>
<tr>
<td>6- Northwest</td>
<td>Priority</td>
</tr>
</tbody>
</table>
B. Priorities for Multiple Dispensary Permit Applications

Please check one of the following:

☐ The applicant would like to make the Department aware of the applicant’s priorities as listed below
☑ The applicant has no preference regarding county

<table>
<thead>
<tr>
<th>MEDICAL MARIJUANA REGION</th>
<th>For each region for which you plan to submit multiple applications, please indicate the counties in order of priority, with 1 being the highest</th>
</tr>
</thead>
<tbody>
<tr>
<td>1- Southeast</td>
<td>Berks, Bucks, Chester, Delaware, Lancaster, Montgomery, Philadelphia</td>
</tr>
<tr>
<td>2- Northeast</td>
<td>Lackawanna, Lehigh, Luzerne, Northampton</td>
</tr>
<tr>
<td>3- Southcentral</td>
<td>Blair, Cumberland, Dauphin, York</td>
</tr>
<tr>
<td>4- Northcentral</td>
<td>Centre, Lycoming</td>
</tr>
<tr>
<td>5- Southwest</td>
<td>Allegheny, Butler, Washington, Westmoreland</td>
</tr>
<tr>
<td>6- Northwest</td>
<td>Erie, McKeon</td>
</tr>
</tbody>
</table>
SECTION 9A: DESCRIPTION OF DUTIES CONTINUED

Title: President

*Purpose and Scope:* Sets strategy and direction for the entire organization. Models and embraces the organizations culture, values, and behavior.

*Organizational Relationship:* Leads the executive team and provides support to management.

*Role Requirements:* Attends and participates in community outreach programs. Develops synergistic relationships with industry experts. Provides an innovative approach to address the complexities of various financial structures, outsourcing opportunities, public communications and competitive intelligence.

*Responsibilities:* Builds and leads the executive team. Develops and executes long term strategy in conjunction with Advisory Board recommendations. Abides by specific internally established control systems and authorities. Leads by personal example and encourages all employees to conduct their activities in accordance with all applicable laws, standard operating procedures and policies, including its environmental, safety and health policies. Oversees non-profit fundraising planning and implementation.

*Industry Prerequisite:* Previous career path in related field or position as President, CEO or key executive position in large corporation. Practical and demonstrated experience in the cannabis industry or advocacy group. Coherent understanding of Pennsylvania medical cannabis laws, compliance, and regulations, and the capacity to abide.

*Standard Requirements and Certifications:* As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations-§ 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis.

Title: Vice President & Chief Operations Officer

*Purpose and Scope:* Maintains control of day-to-day operations and provides support to management and executive teams

*Organizational Relationship:* Reports to President

*Role Requirements:* Monitors performance, production, and overall company culture of the organization to assure a well-trained and disciplined team.

*Responsibilities:* Creates operations polices, standard operating procedures, objectives, and initiatives to monitor performance and production. Oversees the day-to-day operations. Develops and cascades the organization's mission statement to managers, and employees. Implements appropriate recognition and coaching/corrective practices to align personnel with company goals.
**Industry Prerequisite:** Prior experience as an operations officer or executive team member of an organization. Practical and demonstrated experience in the cannabis industry or advocacy group. Coherent understanding of Pennsylvania medical cannabis laws, compliance, and regulations, and the capacity to abide.

**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations § 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis.

**Title: Business Advisor**

**Purpose and Scope:** Analyzes the business plan, risk factors, and financial data to properly advise about investments, marketing, and potential funding opportunities for financial sustainability.

**Organizational Relationship:** Advises the executive team and managerial staff on cannabis research, market trends, and best business practices.

**Role Requirements:** Capacity to provide strong leadership, sound advice, and support best practices of the industry. Attends and participates in community outreach programs. Assists colleagues in the transition to a new industry and business culture.

**Responsibilities:** Introduces new developments and generate optimal advisement. Develops a deep understanding of the business, market, and industry. Provides ‘wise counsel’ on issues raised by principals, executive team, management, and employees. Encourage and support the exploration of new business ideas. Embrace and stimulate the development of governance framework for sustainable growth. Demonstrates executive leadership and applied knowledge in strategic planning and risk analysis.

**Industry Prerequisite:** Shares an interest in the medical cannabis field and helps facilitate the necessary steps to ensure a safe quality product. Earned degree in accounting, business administration, or related field. Prior experience in partnering or leading an executive team. Coherent understanding of Pennsylvania medical cannabis laws, compliance, and regulations, and the capacity to abide.

**Standard Requirements and Certifications:**
As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations § 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis.

**Title: Corporate Counsel**
Purpose and Scope: Safeguards company reputation by guaranteeing that the company strictly follows law guidelines and gives legal advice to management about all relevant issues. The successful candidate will effectively ensure legal conformity and minimize probability of exposure.

Organizational Relationship: Advises the executive team and managerial staff on cannabis legal compliance matters, financial concerns, and best business practices.

Role Requirements: Proven experience as a legal counsel in business environment. Excellent knowledge and understanding of corporate law and procedures. Full comprehension of the influences of the external environment of a corporation. Demonstrated ability to create legal defensive or proactive strategies. High degree of professional ethics and integrity. Sound judgement and ability to analyze situations and information. Outstanding communication skills.

Responsibilities: Give accurate and timely counsel to executives in a variety of legal topics (labor law, partnerships, international ventures, corporate finance, etc.). Collaborate with management to devise efficient defense strategies. Specify internal governance policies and regularly monitor compliance. Research and evaluate different risk factors regarding business decisions and operations. Apply effective risk management techniques and offer proactive advice on possible legal issues. Communicate and negotiate with external parties (regulators, external counsel, public authority etc.), creating relations of trust. Draft and solidify agreements, contracts and other legal documents to ensure the company’s full legal rights. Deal with complex matters with multiple stakeholders and forces. Provide clarification on legal language or specifications to everyone in the organization. Conduct your work with integrity and responsibility. Maintain current knowledge of alterations in legislation.

Industry Prerequisite: Shares an interest in the medical cannabis field and helps facilitate the necessary steps to ensure legally-compliant operations. Earned M.A. or B.S. degree in criminal justice, pre-law, accounting, business administration, or related field and a juris doctor degree. Must be licensed to practice law in applicable jurisdictions. Prior experience in partnering or leading an executive team. Coherent understanding of Pennsylvania medical cannabis laws, compliance, and regulations, and the capacity to abide.

Standard Requirements and Certifications:
As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations-§ 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis.

Title: Chief Financial Officer

Purpose and Scope: Manages all financial functions to ensure financial security and sustainability.

Organizational Relationship: Reports to President
**Role Requirements:** Oversees all administrative and financial functions for the organization to ensure financial sustainability. Provides methods to monitor financial control systems designed to preserve the organization assets and provide accurate financial reporting.

**Responsibilities:** Assists executive team with forecasting, cost-benefit analysis and obtaining funding for various initiatives. Provides accurate information managing the fiscal activities and adheres to strict accounting principles. Immediate focus on compliance and quality controls to accurately record information critical to financial strategies, projections, and production. Monitors financial practices of bookkeeper and managers. Develop and maintain banking relationship.

**Industry Prerequisite:** Prior experience as a financial executive, and an earned degree related to finance. Practical and demonstrated experience in the cannabis industry or advocacy group. Coherent understanding of Pennsylvania medical cannabis laws, compliance, and regulations, and the capacity to abide.

**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations § 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis.

**Title:** Chief Compliance Officer

**Purpose and Scope:** Ensures the advisory board, management, and employees are in compliance with the rules and regulations of regulatory agencies, that company policies and procedures are being followed, and that behavior in the organization meets the organizations standards of conduct.

**Organizational Relationship:** Reports to Vice President & Chief Operations Officer

**Role Requirements:** Authorizes necessary actions to ensure achievement of the objectives of an effective compliance program. Monitor and enforce compliance policies and process. Attend and participate in community outreach programs. Foster and assist associates and colleagues in the transition to the cultural and business norms of medical cannabis.

**Responsibilities:** Monitors and enforces compliance policies and process. Develops, initiates, and revises policies and procedures for the general operation of the compliance control systems and related activities to prevent illegal, unethical, or improper conduct. Manages day-to-day operation of compliance control systems. Institutes and maintains an effective compliance communication program for the organization, including understanding new and existing compliance issues. Responds to into-company compliance issues, reports policy vulnerabilities, and generates reports to track all compliance activities and events.

**Industry Prerequisite:** Demonstrates leadership and applied knowledge in quality control management and compliance development. Exhibits experience in creating and implementation of operating procedures. Practical and demonstrated experience in the cannabis industry or advocacy group. Coherent understanding of Pennsylvania medical cannabis laws, compliance, and regulations, and the capacity to abide.
Standard Requirements and Certifications: As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations-§ 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis.

Title: Data Administration Manager

Purpose and Scope: Collects, manages, and archives information, data, and analysis of compliance from cultivation to sale.

Organizational Relationship: Reports to Director of Manufacturing

Responsibilities: Generates records on cultivation, processing, and extraction teams. Confirms data accuracy and maintains reporting standards for production, performance, and sales. Audits data, processes, and standard operating procedures to reflect current compliance standards. Provides clear communication between management and employees. Collects, organize, and store data for easy retrieval, access, and accuracy.

Role Requirements: Prepare, track, and communicate policy, procedure, compliance changes. Foster and assist associates and colleagues in the transition to the cultural and business norms of medical cannabis.

Industry Prerequisite: Management and administration experience is required. Practical and demonstrated experience in the cannabis industry or advocacy group. Aptitude and ability to comply to all Pennsylvania medical cannabis industry compliance, laws, and regulations. Must have a clear understanding and abide by Pennsylvania’s advertising by a medical marijuana organization. §1141.50.

Training Requirements: Participates and provides attendance certification of the mandatory 2-hour Department of Health training as stated in Pennsylvania Rules and Regulations - §1141.48. Engage in and recommend external industry training related to medical cannabis and participate in recommended internal training on relevant topics such as, but not limited to: proper record keeping, preserving plant integrity when handling, diversion of medical marijuana, and emergency operating procedures, and best industry practices.

Technology Requirements: Proven experience or a background in data management techniques. Demonstrates the skills necessary to utilize computer technology and the willingness to develop and evolve technological requirements for modern medical cannabis. Stay relevant to techniques, methods, and compliance for tracking medical cannabis product from seed to sale. Show competence in industry terminology and scientific techniques relevant medicinal cannabis.

Title: Community Outreach Coordinator

Purpose and Scope: Raise awareness and educate the community-at-large and build the capacity to create strategic relationships to promote positive and philanthropic actions in the community.
**Organizational Relationship:** Reports to President

**Role Requirements:** Organizes volunteer efforts to bring together employees and community. Attends and participates in community outreach programs.

**Responsibilities:** Plans and coordinates seminar and educational workshops. Develops and maintains relations with a broad cross-section of the community and coordinates communications and information flow to principals, executive team, and employees. This includes fostering relationships with government agencies to implement quality, collaborative programming.

**Industry Prerequisite:** Demonstrates leadership and ability to network with members of the community, government agencies, and civic groups. Strong relationships and respected reputation with the community. Practical and demonstrated experience in the cannabis industry or advocacy group. Coherent understanding of Pennsylvania medical cannabis laws, compliance, and regulations, and the capacity to abide. Ability and desire to evolve with technology and embrace modern advancements in marijuana research.

**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations-§ 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis.

**Title: Director of Environmental Resources**

**Purpose and Scope:** Manage and coordinate use of natural resources, including energy production, water reclamation and waste materials in conjunction with cogeneration power plant.

**Organizational Relationship:** Reports to President

**Role Requirements:** Provide leadership and advisement, as it relates to all environmental resources for the oversight of company facilities. The ideal candidate’s background and knowledge includes operational compliance with regulatory standards provided by state and Federal agencies. This position will require a combination of efforts that range from development of internal operations, oversight of corporate environmental activities to business development.

**Responsibilities:** Develops and maintains environmental resource use plans, manages regulatory permitting for use of natural resources, coordinates communications with the cogeneration power plant operators and provides relevant information and research to principals, executive team, and employees. This includes fostering relationships with government agencies to implement quality control measures.

**Industry Prerequisite:** Demonstrates leadership and ability to manage natural resources for the purpose of compliance with all applicable rules, laws and regulations. Coherent understanding of Pennsylvania medical cannabis laws, compliance, and regulations, and the capacity to abide. Ability and desire to evolve with technology and embrace modern advancements in marijuana research.
**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations—§ 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis.

**Title: Medical Director**

**Purpose and Scope:** Serves as counsel in matters of the medical cannabis patient, product delivery, and efficacy to ensure medical services and operations are in compliance with Pennsylvania regulatory and licensing agencies.

**Organizational Relationship:** The Medical Director reports directly to the Executive Team.

**Role Requirements:** Collaborates with other local healthcare professionals to establish a resource network within the community. Attends and participates in community outreach programs. Assists colleagues in the transition to a new industry and business culture.

**Responsibilities:** Develops relationships with hospitals and specialty providers to educate and advocate the use of medical cannabis. Inspires hands-on staff training to communicate on changes in regulatory or best practices methods. Provides expertise to address questions and concerns from patients, staff and executive team. Establishes professional and collaborative relationships with healthcare providers in the community.

**Industry Prerequisite:** Board certified experience and track record as clinical director or other clinical managerial position. Experience in clinical supervision and program management with medical cannabis patients. Coherent understanding of Pennsylvania medical cannabis laws, compliance, and regulations, and the capacity to abide.

**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations—§ 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis.

**Title: Licensed Practitioner**

**Purpose and Scope:** Provides clinical counsel and medical direction in matters of the medical cannabis patient, product delivery, and efficacy to ensure medical services and operations are in compliance with Pennsylvania regulatory and licensing agencies.

**Organizational Relationship:** The Physical or Pharmacist on duty during business hours reports directly to the Chief Operating Officer.
**Role Requirements:** Collaborates with dispensary staff to assist with client questions. Provides onsite assistance to patients during business operating hours.

**Responsibilities:** Represents and acts on behalf of the patient and their concerns regarding medical cannabis. Collaborates with executive team to enhance dispensary staff training and provides input on standard operating procedures, and ensure compliance.

**Industry Prerequisite:** Board certified experience and licensed practitioner as a: physician, pharmacist, nurse practitioner or physician’s assistant. Conviction to comply to all Pennsylvania compliance, laws, and regulations of medical cannabis. Well-versed in medical cannabis research, studies, and health benefits. Participate in the Pennsylvania required 4-hour medical cannabis course for all licensed practitioners meeting directly with patients.

**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations-§ 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis. Ability and desire to evolve with technology and embrace modern advancements in marijuana research.

**Title: Cannabis Industry Expert**

**Purpose and Scope:** Defines the business process, policies, and application requirements for medical cannabis.

**Organizational Relationship:** Reports directly to executive team

**Role Requirements:** Provides expertise on the topic of medical cannabis and provides innovation to stay compliant using best business practices. Assists colleagues in the transition to a new industry and business culture.

**Responsibilities:** Confirms policies, procedures, and work instructions and standard operation procedures (SOP) are documented in a clear and concise manner. Conducts in-house training on documented policies to identify relevant legislative requirements. Contributes management reports relating to operations systems, compliance and conditions. Collaborates with industry entities to establish a library of compliance resources including standards for the industry. Conducts and coordinates training for new hires, principals, executive staff and advisory board.

**Industry Prerequisite:** Practical and demonstrated experience in the cannabis industry group. Coherent understanding of Pennsylvania medical cannabis laws, compliance, and regulations, and the capacity to abide.

**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations-§ 1141.48. All principals, executive team, and employees participate
in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis.

**Title: General Manager**

**Purpose and Scope:** Plans, organizes, leads and controls the daily operations as directed by the COO.

**Organizational Relationship:** Reports to Vice President & Chief Operations Officer

**Role Requirements:** Coordinates key functions and talent distribution. Fosters and assists associates and colleagues in the business culture transition to medical cannabis.

**Responsibilities:** Monitors daily operations and ensures objectives and goals are met. Ensures overall delivery and quality to the patient. Attends and participate in community outreach programs. Provides in depth reporting and production analysis on key areas of the operation. Evaluates key investments, infrastructure and talent. Ensures customer/patient satisfaction. Assists in the development and implementation of the organization’s strategic plan and support employee professional development.

**Industry Prerequisite:** Demonstrates leadership and applied knowledge in supervision and management of production and retail teams. Practical and demonstrated experience in the cannabis industry or advocacy group. Coherent understanding of Pennsylvania medical cannabis laws, compliance, and regulations, and the capacity to abide. Ability and desire to evolve with technology and embrace modern advancements in marijuana research.

**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations–§ 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis.

**Title: Store Manager**

**Purpose and Scope:** Oversees daily operations and management of the retail dispensary and staff.

**Organizational Relationship:** Reports to General Manager

**Role Requirements:** Provides employee training and guidance on all activities in the retail space. Reports patient feedback to management.

**Responsibilities:** Generates and implements compliant standard operating procedures for the operation of the retail store to include operating hours, scheduling, inventory tracking, procurement, and expenses. Provides reports detailing sales, inventory, and cash management. Demonstrates expertise with retail management and oversees inventory with reliability. Prepares to open or close the store.
**Industry Prerequisite:** Retail management and inventory control experience is required. Practical and demonstrated experience in the cannabis industry or advocacy group. Clear understanding of cannabis strains and profiles. Conviction to comply to all Pennsylvania compliance, laws, and regulations of medical cannabis. Well-versed in medical cannabis research, studies, and health benefits.

**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations §1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis. Ability and desire to evolve with technology and embrace modern advancements in marijuana research.

**Title:** Assistant Store Manager

**Purpose and Scope:** Supports store manager with daily operations and management of retail dispensary and staff.

**Organizational Relationship:** Reports to Store Manager

**Role Requirements:** Assists store manager with employee training and guidance.

**Responsibilities:** Adheres to strict compliant standard operating procedures for the operation of the retail store. Prepares to open or close the store. Assist with scheduling, inventory tracking, procurement, and operating expenses. Gathers data for weekly reports detailing sales, inventory, and cash management. Demonstrates ability to assist patients, store manager, and sales support staff.

**Industry Prerequisite:** Retail and point of sale (POS) experience is required. Retail management and inventory control experience is required. Practical and demonstrated experience in the cannabis industry or advocacy group. Clear understanding of cannabis strains and profiles. Conviction to comply to all Pennsylvania compliance, laws, and regulations of medical cannabis. Well-versed in medical cannabis research, studies, and health benefits.

**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations §1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis. Ability and desire to evolve with technology and embrace modern advancements in marijuana research.

**Title:** Sales Support Staff

**Purpose and Scope:** Performs tasks related to daily operations of the dispensary.

**Organizational Relationship:** Reports to Store Manager
**Role Requirements:** Discuss medical cannabis in terms patients understand and appreciate. Demonstrate a compassionate understanding for patients and their questions.

**Responsibilities:** Adheres to strict compliant standard operating procedures for the operation of the retail store. Possesses an expert knowledge of products, prices, and dosage units relating to medical cannabis. Share information with patients in a friendly and professional manner. Provides accurate invoices and inventory counts. Ensures the store is clean, organized, and welcoming at all times. Demonstrates ability to assist patients, store managers, and other sales support staff.

**Industry Prerequisite:** Point of sale (POS) experience is required. Retail management and inventory control experience is required. Practical and demonstrated experience in the cannabis industry or advocacy group. Clear understanding of cannabis strains and profiles. Conviction to comply to all Pennsylvania compliance, laws, and regulations of medical cannabis. Well-versed in medical cannabis research, studies, and health benefits.

**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations § 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis. Ability and desire to evolve with technology and embrace modern advancements in marijuana research.

**Title:** Administrative Support Staff/Patient Intake Coordinator

**Purpose and Scope:** Supports reception of patients and visitors to the dispensary.

**Organizational Relationship:** Reports to Store Manager

**Role Requirements:** Welcome and provide a pleasant atmosphere for patients and visitors. Answer general questions about the organization and products.

**Responsibilities:** Provides initial greeting to patients and visitors to the dispensary. Adheres to strict compliant standard operating procedures for the operation of the retail store. Requests and verifies patient identification and logs intake information. Provides a pleasant and informed atmosphere for visitors and patients. Possesses an expert knowledge of products, prices, and dosage units relating to medical cannabis. Ensures the reception area is clean, organized, and welcoming at all times. Demonstrates ability to assist patients, store managers, and other sales support staff.

**Industry Prerequisite:** Reception or administrative experience helpful. Retail and customer service experience required. Point of sale (POS) aptitude. Practical and demonstrated experience in the cannabis industry or advocacy group. Clear understanding of cannabis strains and profiles. Conviction to comply to all Pennsylvania compliance, laws, and regulations of medical cannabis. Well-versed in medical cannabis research, studies, and health benefits.
**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations-§ 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis. Ability and desire to evolve with technology and embrace modern advancements in marijuana research.

**Title:** Security Staff

**Purpose and Scope:** Ensures the safety of patients, products and employee in the store.

**Organizational Relationship:** Reports to Store Manager

**Role Requirements:** Demonstrates ability to protect patients, store managers, and other sales support staff. Serves as store liaison with public law enforcement, fire and other agencies as it relates to store security and personnel.

**Responsibilities:** Adheres to strict compliant standard operating procedures for the operation of the retail store. Monitors the interior and exterior of the store premises and ensure the safety of patients, employees, and guests during business hours. Assist staff with the movement of cash throughout the facility. Controls traffic, deters loitering or illegal behavior and resolves any customer related conflicts. Monitors and perform maintenance on security equipment as needed. Assists in preparation of emergency management and contingency planning. Serves as store liaison with public law enforcement, fire and other agencies as it relates to store security and personnel.

**Industry Prerequisite:** Shows applied knowledge in crisis management, risk analysis, or law enforcement. Demonstrated experience in security systems and procedures. Practical and demonstrated experience in the cannabis industry or advocacy group.

Conviction to comply to all Pennsylvania compliance, laws, and regulations of medical cannabis. Well-versed in medical cannabis research, studies, and health benefits.

**Standard Requirements and Certifications:** As a prerequisite to employment, candidates are obligated to participate in 2-hour cannabis training directed by the Department of Health in accordance with Pennsylvania Rules and Regulations-§ 1141.48. All principals, executive team, and employees participate in this training prior to start date. Demonstrates a clear understanding of industry terminology, scientific methods, and applied techniques to create medical cannabis. Ability and desire to evolve with technology and embrace modern advancements in marijuana research.
SECTION 9B CONTINUED:
JOB QUALIFICATIONS

Title: Principal, Senior Advisor - Kenneth M Pollock Jr.

Qualifications: A Pennsylvania native, Kenneth M. Pollock Jr. is a principal of the company and will serve on the executive team. He has management experience in a variety of businesses, including a vertically integrated coal company, Susquehanna Coal Company and the following: Mt. Carmel Cogen, Inc., Waste Coal Power Plant; Ken Pollock Nissan, Automobile Dealership; Ken Pollock Volvo, Automobile Dealership; Ken Pollock Alfa Romeo, Automobile Dealership; Ken Pollock Ford Lincoln, Automobile Dealership Nationwide Car Sales, Pre-Owned Vehicle Dealership; HUD, INC., Mining Industry; Huntsville Processors LTD, Mining Industry; Ken Pollock Inc., Trucking; Intercoastal Management Inc., Hotel Restaurant Management; P&R Brokerage, Land Development; Huntsville Limited Partnership, Land Development; Heavy Media, Inc., Mining Industry; and Pole Company, Inc., Agricultural.

His experience across residual organizations generates a first-hand understanding of the challenges faced by vertically integrated businesses, such as communication between facilities, supply chain management, staffing and training across multiple locations. With a well-rounded industrial skill set along with management and sales ability, Mr. Pollock’s qualifications align with the medical cannabis industry. He is a supporter and contributor to several local organizations in Northeast Pennsylvania, which include his role as a member of the board for the following: Pennsylvania Gas and Water, LA Bank, Commonwealth Bank, Pittsburg Pirates, Heinz Field Design Committee, Nissan America Dealer Advisory Board, Penn State Wilkes-Barre Advisory Board, Volvo Retail Operating.

Title: President - Marion Pollock

Qualifications: With numerous accolades for philanthropy recognition, Mrs. Marion Pollock is a life-long resident of northeastern Pennsylvania. She and her late husband Kenneth, were involved in many innovative business ventures. Following her husband’s passing, Ms. Pollock was instrumental in continuing the day-to-day operations of their family businesses. As an investor, she has expanded her holdings into hospitality businesses. She along with her family operates several corporations in the area. She is respected and admired by her employees and staff for her high energy and attention to detail. She is a member of and serves on several corporate and advisory boards, committees serving local Pennsylvania businesses and foundations. Mrs. Marion serves as a trustee at the Hunlock Creek Methodist Church as well as on the financial committee. Her long career as a professional businesswoman launches her natural ability to lead the business and initiate strategic and directional planning. Understanding the importance of a strong positive image in the community, Mrs. Pollock exhibits experience with leading non-profit charitable fundraising projects and volunteer events. Her willingness to coach and guide other staff with less experience is characteristic of her work ethic and demeanor. Mrs. Pollock shows support for employee motivation programs, as well as interfacing between organization and community. Some of her businesses include: Ken Pollock Nissan, Ken Pollock Volvo, Ken Pollock Ford Lincoln, Ken Pollock Alfa Romero and Nationwide Car Sales (Automobile Dealerships), Mt. Carmel Cogen, Inc. (a 40 Megawatt Waste Coal Power Plant), HUD Inc., Emerald Anthracite II, Heavy Media Inc., Susquehanna Coal Company, and Huntsville Processors LTD (Mining Industry), Ken Pollock Inc.(Trucking), Intercoastal Management, Inc. (Hotel/Restaurant Management) and P&R Brokerage and Huntsville Limited Partnership.
SECTION 9B CONTINUED:
JOB QUALIFICATIONS

Title: Vice President & Chief Operations Officer - Megan Millo

Qualifications: With a long list of experience in marketing, management, and daily operations, Megan Millo, acts as the company spokesperson via TV commercials, videos, corporate networking, sponsorships, and events such as involvement in Chambers of Commerce and other local affiliations for Ken Pollock Enterprise. Ms. Millo coordinates public relations and manages all digital and social media accounts for all dealerships, restaurants and other ventures. Ms. Millo orchestrates and oversees all event planning and promotion of sales, news, and events. Providing and promoting exceptional customer service, Ms. Millo monitors online reputation and annual corporate dealership reviews for quality assurance and satisfaction. Her role includes recruiting individuals for various available positions within the company, oversees internship program and mentors promising talent. As a representative of her firm, she attends marketing webinars and training sessions throughout the country. Ms. Millo is a graduate of Pennsylvania State University with a degree in business administration with a focus on marketing and management. Her experience and expertise focuses on brand awareness within the community. She monitors various components of compliance, human resource and new business development. She monitors and handles all forms of customer satisfaction, promotional items, events, emails, digital and social media marketing, and corporate sponsorships. Ms. Millo feels that having previous experience with an array of marketing channels will be an asset to her future role to the Applicant. Her experiences with brand management, corporate community involvement, and PR will allow the Applicant to adequately create awareness, inform, and build a solid reputation within the community in order for us to grow, prosper and succeed. As the Student Marshall/Valedictorian at Penn State, Ms. Millo considers this her greatest achievement to date. She feels her hard work, dedication, and perseverance in order to maintain a professional career all while working, volunteering, battling her own medical ailments and taking care of her elderly family members provide her with exceptional multi-faceted expertise that will support her in her new role.

Title: Corporate Counsel, Business Advisor - Joseph Prociak

Qualifications: With a juris doctorate from Syracuse University College of Law, Joseph Prociak has a long career as an attorney. Throughout his legal practice, he acted as general counsel to a variety of local businesses and individuals, including some of the largest real estate transactions in Luzerne County and acting as legal counsel to several local banks. Acted as General Council to Northeast Behavioral Health Care Consortium (NBHCC), a non-profit organization which was created by Lackawanna, Luzerne, Susquehanna and Wyoming Counties to manage the Health Choices behavioral health program in these four counties. Health Choices is a statewide, mandatory, managed care program serving individuals who receive Medical Assistance. Acted as General Council to Maternal and Family Health Services (MFHS), a private, non-profit health and human services organization which works to meet the needs of women, children and families of Northeastern PA with health and nutrition centers in 16 Pennsylvania Counties. Mr. Prociak is currently the President and CEO of Pollock Enterprises, which encompasses a variety of businesses owned by The Ken Pollock family, including, but not limited to: Ken Pollock Nissan, Ken Pollock Volvo, Ken Pollock Ford Lincoln, Ken Pollock Alfa Romero and Nationwide Car Sales (Automobile Dealerships), Mt. Carmel Cogen, Inc. (a 40 Megawatt Waste Coal Power Plant), HUD Inc., Emerald Anthracite II, Heavy Media Inc., Susquehanna Coal Company, and Huntsville Processors LTD (Mining Industry), Ken Pollock Inc.(Trucking), Intercoastal Management, Inc. (Hotel/Restaurant Management) and P&R Brokerage and Huntsville Limited Partnership.
Title: Medical Director

Qualifications: Shows the ability to provide advice relative to the medical care and services of medical cannabis to Applicant’s investors, patients, and employees. Along with advice, can provide company-wide and public education about the benefits and side effects of medical cannabis products. Provides critical input to strategic development of the company. Shows a proven experience and track record as clinical director. Has experience in clinical supervision and program management with medical cannabis patients. Access to medical knowledge database for related research. Intimately familiar with Pennsylvania cannabis industry compliance, laws, and regulations and will attend mandatory 2-hour Department training within required timeframe as stated in Pennsylvania Rules and Regulations - §1141.48. Can assist with addressing questions, concerns, and issues that come from patients, staff, or the community.

Title: Security Director

Qualifications: Provides experience in development and delivery of a comprehensive security plan and related systems to serve and protect the Applicant, assets, patients, and employees. Brings an extensive background in security systems, security monitoring, and training. Experience in law enforcement and training provides additional security and protection. Brings support and experience in crisis management, strategic planning and risk analysis. Provides an open line of communication with local officials and first responders. Intimately familiar with Pennsylvania cannabis industry compliance, laws, and regulations and will attend mandatory 2-hour Department training within required timeframe as stated in Pennsylvania Rules and Regulations - §1141.48. Has established and professional relationship with law enforcement and emergency services. Has working knowledge of computers, networks, and internet. Understands procedures, methodologies, and compliance steps for tracking cannabis product from seed to sale. Familiar with industry terminology and scientific techniques of a commercial cannabis grow.

Title: Chief Financial Officer - Kevin Hogan

Qualifications: With 25 years of accounting experience, Kevin Hogan has the exceptional skillset to manage the financial landscape of a new start-up. With a BS in Accounting from Kings College in Wilkes-Barre, PA, Mr. Hogan has explored numerous industries during his career. Working with healthcare insurance carriers, insurance providers, Mr. Hogan is well-versed in the compliance and complexities that accompany those industries after spending twelve years with Blue Cross of northeastern PA. He has also spent time in the hospitality industry, electrical producers, and automobile dealerships. As the CFO at his current employer, Ken Pollock Auto Group, he is accustomed to monthly and annual budgeting, forecasting, and monitoring the bottom line. His career has included project management, design and development of best business practices and financial policies. Responsible for the overall financial operations of the dealerships. Prepare, review, and analyze monthly financial statements Direct annual budgets and review results with management on a monthly basis. Oversee the timely processing of all accounts payable, and
SECTION 9B CONTINUED:
JOB QUALIFICATIONS

collection of accounts receivable. Analyze and maintain all accounting transactions and records. Responsible for all cash management functions including review, analysis and forecasting. Manage payroll and all related responsibilities for over 150 employees. Maintain all business related licenses, taxes and insurances. Perform acquisition related activities including integration and harmonization of financial data and reporting. As an avid baseball fan, Mr. Hogan is involved in youth baseball programs. He serves in various roles such as head coach, league treasurer, official score keeper, and leads various fund raising activities.

Title: Chief Compliance Officer - Whitney Pollock Callahan

Qualifications: Using her degree in business administration, Whiney Callahan, is well versed in day-to-day operations, and financial responsibilities. She currently is employed by Newport Aggregate, Inc. where she is the financial comptroller. Her current role prepares her for a compliance role with the Applicant as she is already conditioned to follow strict guidelines and compliance to industry standards at the state and federal levels. Ms. Callahan can provide assistance and guidance to the Applicant in navigating compliance in a new and uncharted industry. She was an assistant field hockey coach with the Wyoming Seminary Field Hockey team.

Title: Data Administration Manager

Responsibilities: Generates records on cultivation, processing, and extraction teams. Confirms data accuracy and maintains reporting standards for production, performance, and sales. Audits data, processes, and standard operating procedures to reflect current compliance standards. Provides clear communication between management and employees. Collects, organize, and store data for easy retrieval, access, and accuracy.

Title: Community Outreach Coordinator - Adriana Vullo

Qualifications: As a 24 year Pennsylvania native, Adriana Vullo, graduated from Dickinson College with a BA in Psychology. As a psychology major, her mix of scientific information along with social-based research will align with the Applicants goals. Ms. Vullo has the ability to explain complicated scientific information in clear and concise ways. Her motto is to speak to everyone with respect and dignity. She is versatile and compiles vast amounts of information into easily digestible chunks while making sure to have all important information included. She is currently enrolled at Misericordia University working towards an organization management degree, specializing in healthcare management. As a utility assistance intake worker at the Commission on Economic Opportunity (CEO), Ms. Vullo perform intakes and collect all relevant documentation from clients for all of utility assistance programs. Throughout her time spent working at CEO her most valued skill is the ability to talk clear and concisely to people of all different races, education levels, and socioeconomic statuses. She can explain everything regarding their utility bills in an easy-to-understand but very honest way. She prides myself on having above average emotional intelligence and speaking to anyone and everyone with respect and dignity.
SECTION 9B CONTINUED:
JOB QUALIFICATIONS

Title: Secretary - Connie Rado

Qualifications: A skilled and experienced educator, Connie Rado has a master’s degree in early childhood education. She is a member of the Wyoming Valley Country Club Ladies Gold Association as well as the Huntsville Gold Club. She has served on various boards for educational institutions and banks. Her career includes running all aspects of the family business, which she has spent over two decades building. She pulls from her experience the ability to manage financial tracking, balance sheets, and communications. Ms. Rado is a principal, financial banker, operator and board member of Pollock Enterprises, which encompasses the following: Ken Pollock Nissan, Ken Pollock Volvo, Ken Pollock Ford Lincoln, Ken Pollock Alfa Romeo and Nationwide Car Sales (Automobile Dealerships), Mt. Carmel Cogen, Inc. (a 40 Megawatt Waste Coal Power Plant), HUD Inc., Emerald Anthracite II, Heavy Media Inc., Susquehanna Coal Company, and Huntsville Processors LTD (Mining Industry), Ken Pollock Inc.(Trucking), Intercoastal Management, Inc. and P&R Brokerage and Huntsville Limited Partnership.

Title: Medical Director

Responsibilities: Shows the ability to provide advice relative to the medical care and services of medical cannabis to Applicant’s investors, patients, and employees. Along with advice, can provide company-wide and public education about the benefits and side effects of medial cannabis products. Provides critical input to strategic development of the company. Shows a proven experience and track record as clinical director. Has experience in clinical supervision and program management with medical cannabis patients. Access to medical knowledge database for related research. Intimately familiar with Pennsylvania cannabis industry compliance, laws, and regulations and will attend mandatory 2-hour Department training within required timeframe as stated in Pennsylvania Rules and Regulations - §1141.48. Can assist with addressing questions, concerns, and issues that come from patients, staff, or the community.

Title: Cannabis Consultant Expert - Canna Advisors

Qualifications: With extensive experience in the medial cannabis industry since its inception, Canna Advisors is an ambitious and amicable expert in all things cannabis related. As leaders in the industry, they are in constant contact with government officials, medical experts, and patients on the impact of medical cannabis in their daily lives. They speak from experience, as they were the founders of an award-winning dispensary in Boulder, CO, one of the first businesses to receive a licensed permit to dispense medical cannabis in Colorado. As innovators in the cannabis industry, they provide leading-edge technologies and advice to clients needing assistance in the application process to design and construction. Committed to enforcing industry compliance, laws, and regulations, Canna Advisors works nationwide with states navigating the medical cannabis landscape.

Canna Advisors is a well-respected group of medical marijuana industry-savvy consultants, with nearly 70 years of combined operational experience in regulated marijuana businesses. As part of the PPM operational team, Canna Advisors possesses unparalleled knowledge of the operating requirements and restrictions of a highly-regulated medical marijuana program and will support the compliant and transparent operations of the business. The Canna Advisors team will ensure that PPM is deploying up-to-date, compliant procedures daily, via constant monitoring of evolving rules and regulations, regular comprehensive compliance audits, and ongoing interaction with the management team.
PPM has enlisted Canna Advisors as its medical marijuana consulting firm. PPM has established a strategic relationship with the firm, which is based in Boulder, Colorado and has 70 years of combined experience in all sectors of the regulated medical marijuana industry. The Canna Advisors team possesses unparalleled knowledge of the requirements for operating under the restrictions of a highly regulated medical marijuana program and will support the compliant and transparent operations of the business.

Each Canna Advisors consultant has proven cannabis operational success dating back to 2003, including:

- 14-year regulated cannabis industry professional with over 10 years in direct operations and over 3 years consulting
  - Owned and operated one of the first dispensaries in San Francisco, CA which is still in operation today
  - Managed the process to move from a medical marijuana to a recreational license.
- Owned and operated a dispensary operation in Boulder, CO 2009-2012
- Owned and operated a cultivation operation in Boulder, CO 2009-2012
  - Licensed commercial general contractor
  - Designed and supervised dozens of both indoor and greenhouse facilities in the United States
- Owned and operated a dispensary and cultivation operation in Lyons, CO 2008-2012
  - Prior owner of a successful vitamin enterprise
  - Author of two books about cannabis cultivation
- Managed a dispensary in Louisville, CO 2013
  - Managed the process to move from a medical license to a recreational license
  - Assisted in the opening of the very first medical marijuana businesses in Illinois, Nevada, Florida and Alaska and has worked in every regulated marijuana market in the United States and Puerto Rico
  - Worked for 2 ½ years at a leading seed-to-sale tracking software provider as a project manager and operational consultant
- Managed a medical and recreational dispensary in Boulder and Lyons, CO
  - Assisted in growing from one dispensary and cultivation facility, to three dispensaries and two cultivation centers.
  - Degreed in Biological Sciences with a focus on Neurobiology and Behavioral Biology
  - Worked for a pharmaceutical manufacturer with a focus on quality control, process development, and standard operating procedures
- Financial Analyst with PhD level in Economics from Stanford University
  - Former CEO and Co-Founder of an internet-based nutraceutical products company
- Operations experience as a dispensary agent, Assistant Manager and General Manager for multiple dispensaries

Since 2013, Canna Advisors has used this expertise to advise successful clients in 19 medical marijuana markets in the United States, Puerto Rico and Canada. Their services include:

- Business planning;
- Market analysis;
- License applications;
- Facility selection, design, and construction;
- Equipment selection;
- Team development and training;
SECTION 9B CONTINUED:
JOB QUALIFICATIONS

- Cultivation techniques and strain selection; and
- Regulatory compliance.

Canna Advisors will provide supplementary expertise relating to the specific operation of the company’s medical marijuana dispensary facilities. The extensive and varied business expertise of the executives within PPM will accelerate the implementation of the resources provided by expert consultant firms, such as Canna Advisors. The PPM executive team has diligently analyzed the financial impact of enlisting medical marijuana consulting services and has concluded that enlisting such services will allow the company to become operational at an accelerated pace and will enhance efforts to provide superior quality medical marijuana products to qualified patients and caregivers within the Commonwealth of Pennsylvania.

Title: General Manager

Responsibilities: Resourceful approach to daily challenges. Punctual, attentive and diplomatic when addressing issues, challenges and complaints. Embrace the entrepreneurial spirit of a new industry and its possibilities. Innovative attitude for consistent efficiency in the workplace using technology and experience. Distinguished understanding of the complexities, compliance, and best business practices for the medical cannabis industry. Clear comprehension of industry terminology and scientific methods used to create medical cannabis products. Committed to enforcing industry compliance, laws, and regulations. Certified participation in the mandatory 2-hour Department training as required by Pennsylvania Rules and Regulations - §1141.48. Enhances relationships with community leaders, media outlets, and industry-related ancillary businesses while abiding by the Pennsylvania Advertising Rules and Regulations - §1141.50.

Title: Licensed Practitioner

Responsibilities: As required by Pennsylvania Rules and Regulations - §1141.48, a licensed practitioner must attend the 4-hour training course developed by the Department and will provide instruction in the latest scientific research on medical marijuana, including the risks and benefits of medical marijuana, and other information deemed necessary by the Department.

Title: Store Manager

Responsibilities: Provides an amicable and pleasant experience for every patient and employee. Motivates and inspires employees to see the big picture of the industry. Educates and validates employees knowledge to assist patients. Comprehensive understanding of the intricacies, compliance, and best business practices for the medical cannabis industry. Differentiates industry terminology and scientific methods used to create medical cannabis products. Dedicated to enforcing industry compliance, laws, and regulations. Certified participation in the mandatory 2-hour Department training as required by Pennsylvania Rules and Regulations - §1141.48. Sincerely nurture relationships with community leaders, media outlets, and other industry-related ancillary businesses while abiding by the Pennsylvania Advertising Rules and Regulations - §1141.50.
Title: Assistant Store Manager

Responsibilities: Dynamically learns management methods and retail requirements quickly and effectively. Attentive to store manager needs to create a flexible and organized retail space. Comprehensive understanding of the intricacies, compliance, and best business practices for the medical cannabis industry. Differentiates industry terminology and scientific methods used to create medical cannabis products. Dedicated to enforcing industry compliance, laws, and regulations. Certified participation in the mandatory 2-hour Department training as required by Pennsylvania Rules and Regulations - §1141.48. Sincerely nurture relationships with community leaders, media outlets, and other industry-related ancillary businesses while abiding by the Pennsylvania Advertising Rules and Regulations - §1141.50.

Title: Sales Support Staff

Responsibilities: Innovates the patient experience with confidence, knowledge and compassion. Embraces a plus one mentality to go above and beyond the patient expectation. Comprehensive understanding of the intricacies, compliance, and best business practices for the medical cannabis industry. Differentiate industry terminology and scientific methods used to create medical cannabis products. Dedicated to enforcing industry compliance, laws, and regulations. Certified participation in the mandatory 2-hour Department training as required by Pennsylvania Rules and Regulations - §1141.48. Sincerely nurture relationships with community leaders, media outlets, and other industry-related ancillary businesses while abiding by the Pennsylvania Advertising Rules and Regulations - §1141.50.

Title: Administrative Support/Patient Intake Coordinator

Responsibilities: Strengthens relationships with patients and visitors to the retail store. Embody a pleasant and sociable disposition to provide a favorable atmosphere. Comprehensive understanding of the intricacies, compliance, and best business practices for the medical cannabis industry. Differentiate industry terminology and scientific methods used to create medical cannabis products. Dedicated to enforcing industry compliance, laws, and regulations. Certified participation in the mandatory 2-hour Department training as required by Pennsylvania Rules and Regulations - §1141.48. Sincerely nurture relationships with community leaders, media outlets, and other industry-related ancillary businesses while abiding by the Pennsylvania Advertising Rules and Regulations - §1141.50.

Title: Security Staff

Responsibilities: Devoted to the safety and security of patients, staff, and facility. Ensure compliant handling of security breaches or threats, using standard operating procedures and protocol to resolve or deescalate incidents. Comprehensive understanding of the intricacies, compliance, and best business practices for the medical cannabis industry. Differentiate industry
SECTION 9B CONTINUED:
JOB QUALIFICATIONS

terminology and scientific methods used to create medical cannabis products. Dedicated to enforcing industry compliance, laws, and regulations. Certified participation in the mandatory 2-hour Department training as required by Pennsylvania Rules and Regulations - §1141.48.
### Principal, Financial Backers, and Operators Continued

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<tbody>
<tr>
<td><strong>First Name:</strong> Kenneth</td>
<td><strong>Middle Name:</strong> Leslie</td>
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<tr>
<td><strong>Occupation:</strong> Executive</td>
<td><strong>Title in the applicant’s business:</strong> General Manager</td>
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<tr>
<td><strong>Also known as:</strong> Kenny Pollock</td>
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<td><strong>Middle Name:</strong> Rotz</td>
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<tr>
<td><strong>Occupation:</strong> Social Worker</td>
<td><strong>Title in the applicant’s business:</strong> Community Outreach Coordinator</td>
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<td><strong>Occupation:</strong> Security Firm</td>
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